

SPIDERMAN
ANNUAL

72
BIG
PAGES

MARVEL
COMICS
GROUP 25¢

SPECIAL KING SIZE ANNUAL!

APPROVED
BY THE
COMICS
CODE
AUTHORITY

the AMAZING
SPIDER-MAN

#2
1965

IND.

"THE WONDROUS WORLDS
OF DOCTOR STRANGE!"

↑
ALL
NEW



PLUS..

3 OF SPIDEY'S
EARLIEST,
GREATEST,
MOST-REQUESTED
FULL-LENGTH EPICS!



"THE WONDROUS WORLD OF Dr. STRANGE!"



WRITTEN and EDITED BY
THE TOAST of MARVEL:
STAN LEE

PLOTTED and DRAWN BY
THE BOAST of MARVEL:
STEVE DITKO

LETTERED and BORDERED
BY THE GHOST of MARVEL:
SAM ROSEN

This COULD BE CALLED OUR "BE
NICE TO STEVEY DITKO" ISSUE! WE
WANTED TO FEATURE A REALLY OFF-
BEAT YARN FOR SPIDEY'S ANNUAL, AND
STEVEY DREAMED THIS ONE UP!
(THE FACT THAT HE ALSO DRAWS DOC
STRANGE MAY HAVE HAD SOMETHING
TO DO WITH IT!) SO, READY OR NOT, HERE
WE GO....!

THERE ARE EIGHT MILLION STORIES IN THE BIG CITY, BUT YOU'VE NEVER SEEN **ANY** LIKE THIS ONE! AS THE SHADES OF NIGHT BEGIN TO FALL, A SILENT FIGURE PROWLs OVER-HEAD! THUS DOES YOUR FRIENDLY NEIGHBORHOOD **SPIDER-MAN** MAKE HIS APPOINTED ROUNDS...

EVERYTHING IS QUIET SO FAR! I MIGHT AS WELL HAVE STAYED HOME WITH A GOOD BOOK!...OR EVEN A BAD ONE!

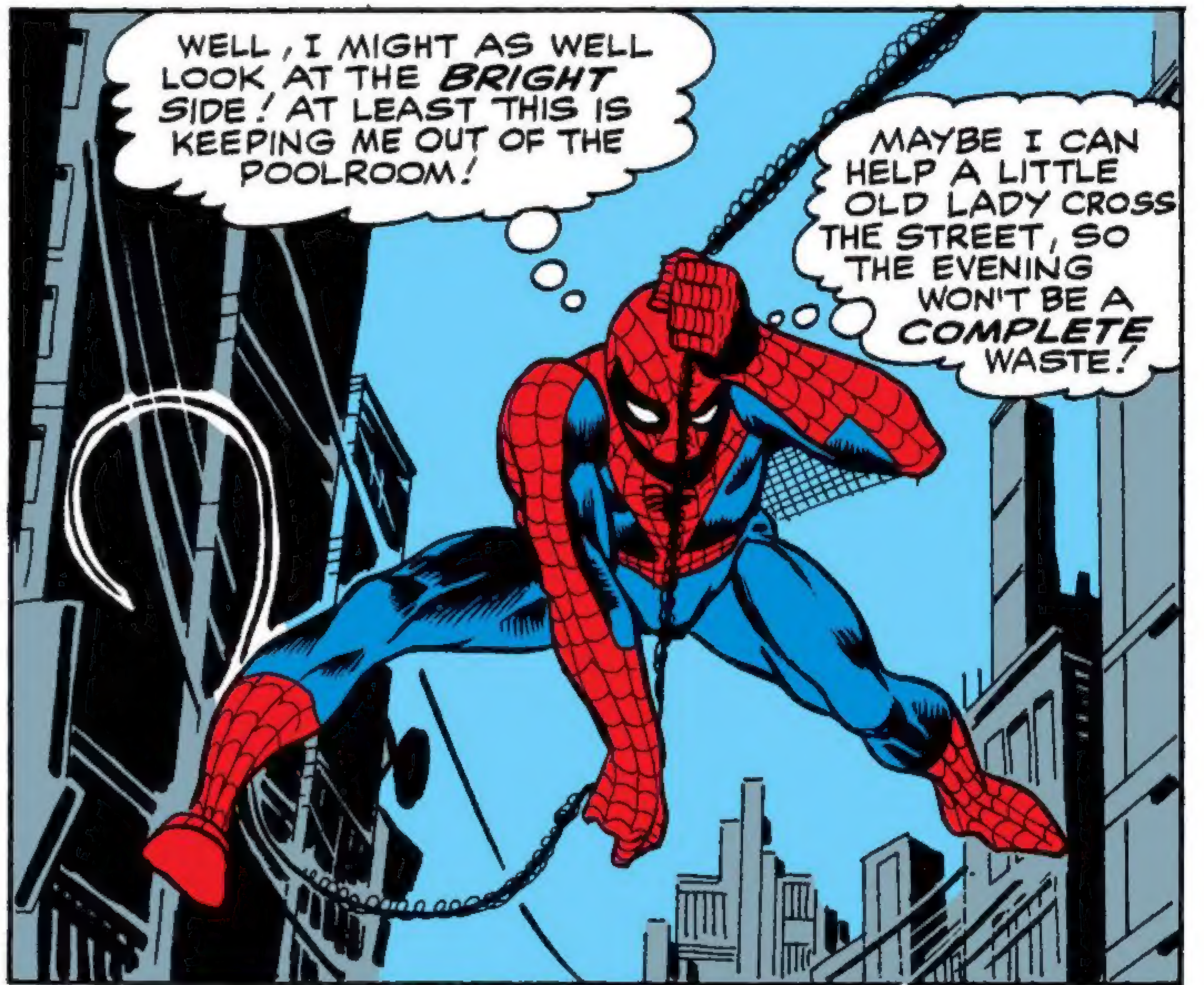
THIS IS REALLY **DULLVILLE**! I CAN'T EVEN FIND A **LITTERBUG**, OR A **JAY-WALKER**!

ON A NIGHT LIKE THIS, I FEEL ABOUT AS USEFUL AS A SECOND-HAND TUBE OF **DINOSAUR REPELLANT**!



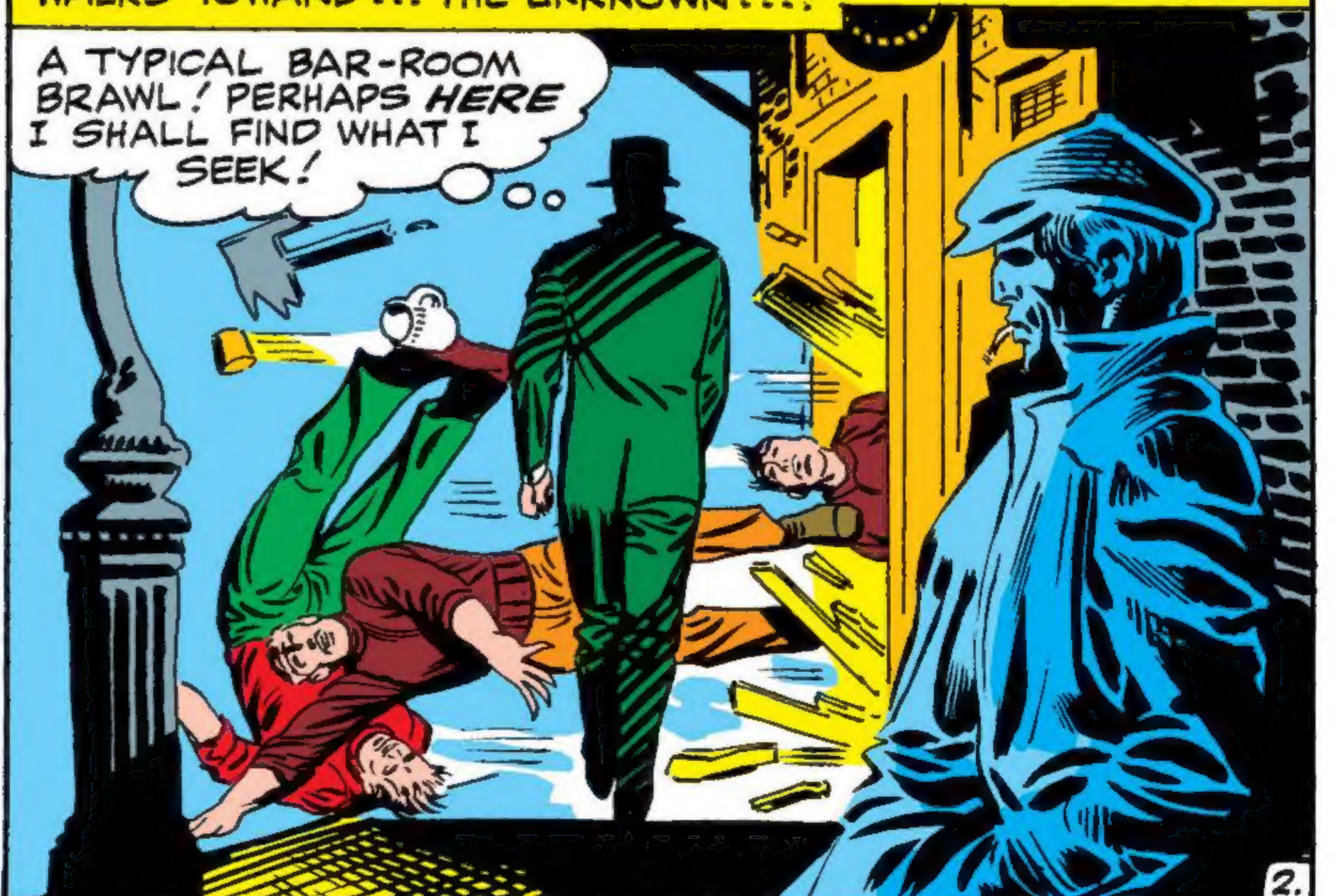
WELL, I MIGHT AS WELL LOOK AT THE **BRIGHT SIDE**! AT LEAST THIS IS KEEPING ME OUT OF THE POOLROOM!

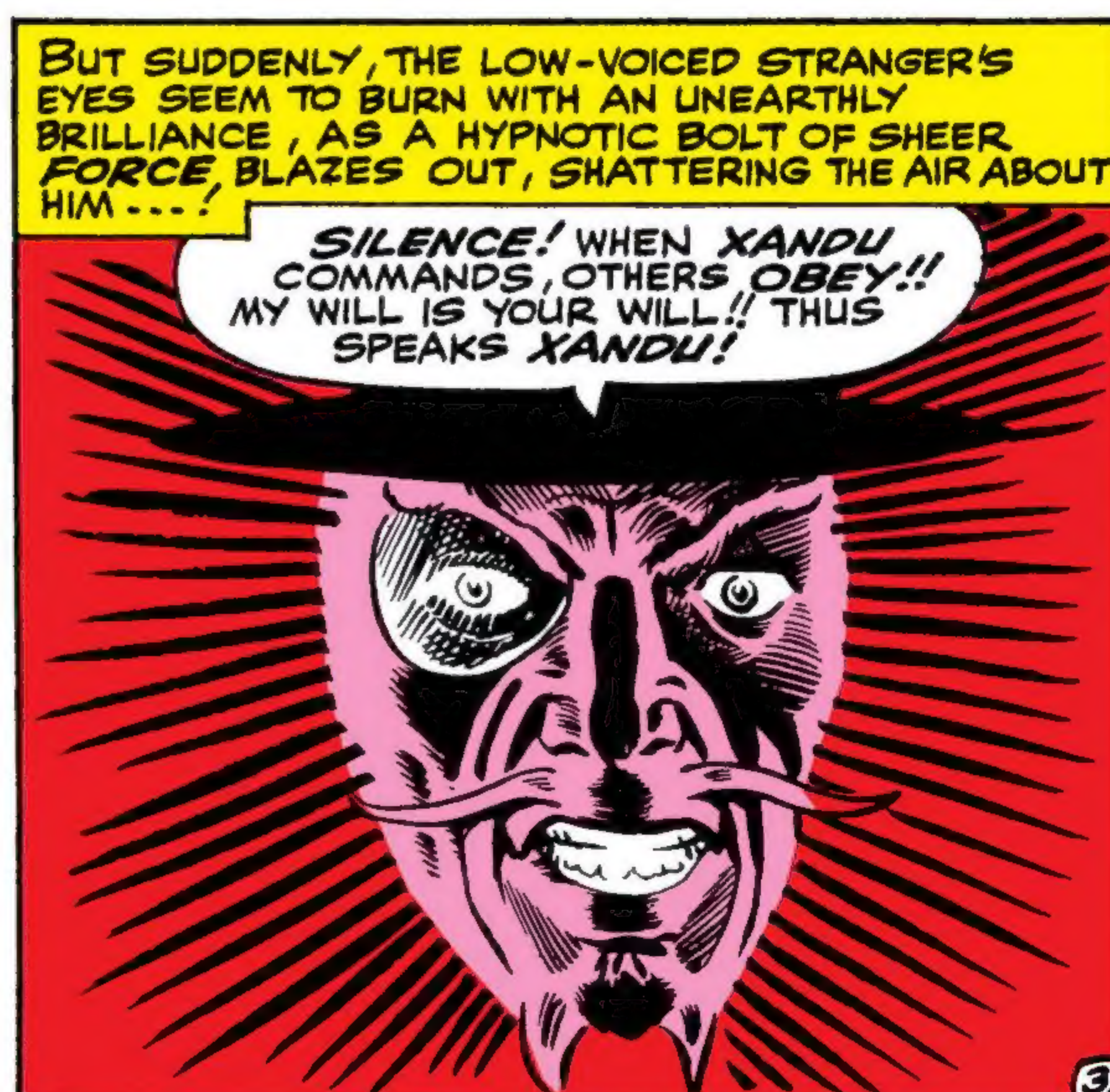
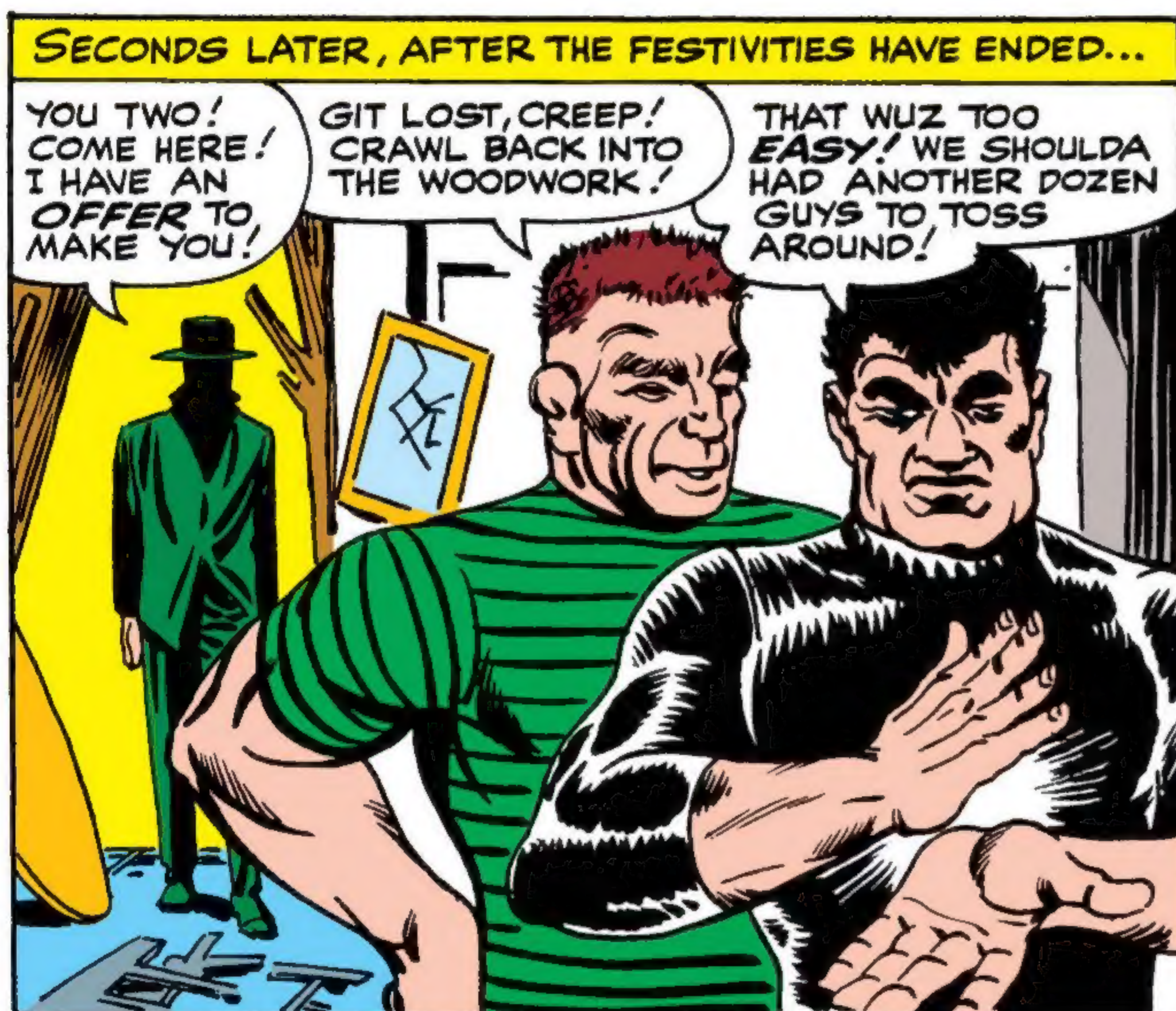
MAYBE I CAN HELP A LITTLE OLD LADY CROSS THE STREET, SO THE EVENING WON'T BE A **COMPLETE WASTE**!



BUT, IN ANOTHER PART OF TOWN, A SITUATION IS ABOUT TO DEVELOP WHICH WILL SOON EMBROIL THE COSTUMED TEENAGER IN ONE OF THE MOST FANTASTIC BATTLES OF HIS LIFE! LET'S WATCH THIS TALL, SILENT STRANGER AS HE WALKS TOWARD... THE UNKNOWN...

A TYPICAL BAR-ROOM BRAWL! PERHAPS **HERE** I SHALL FIND WHAT I SEEK!

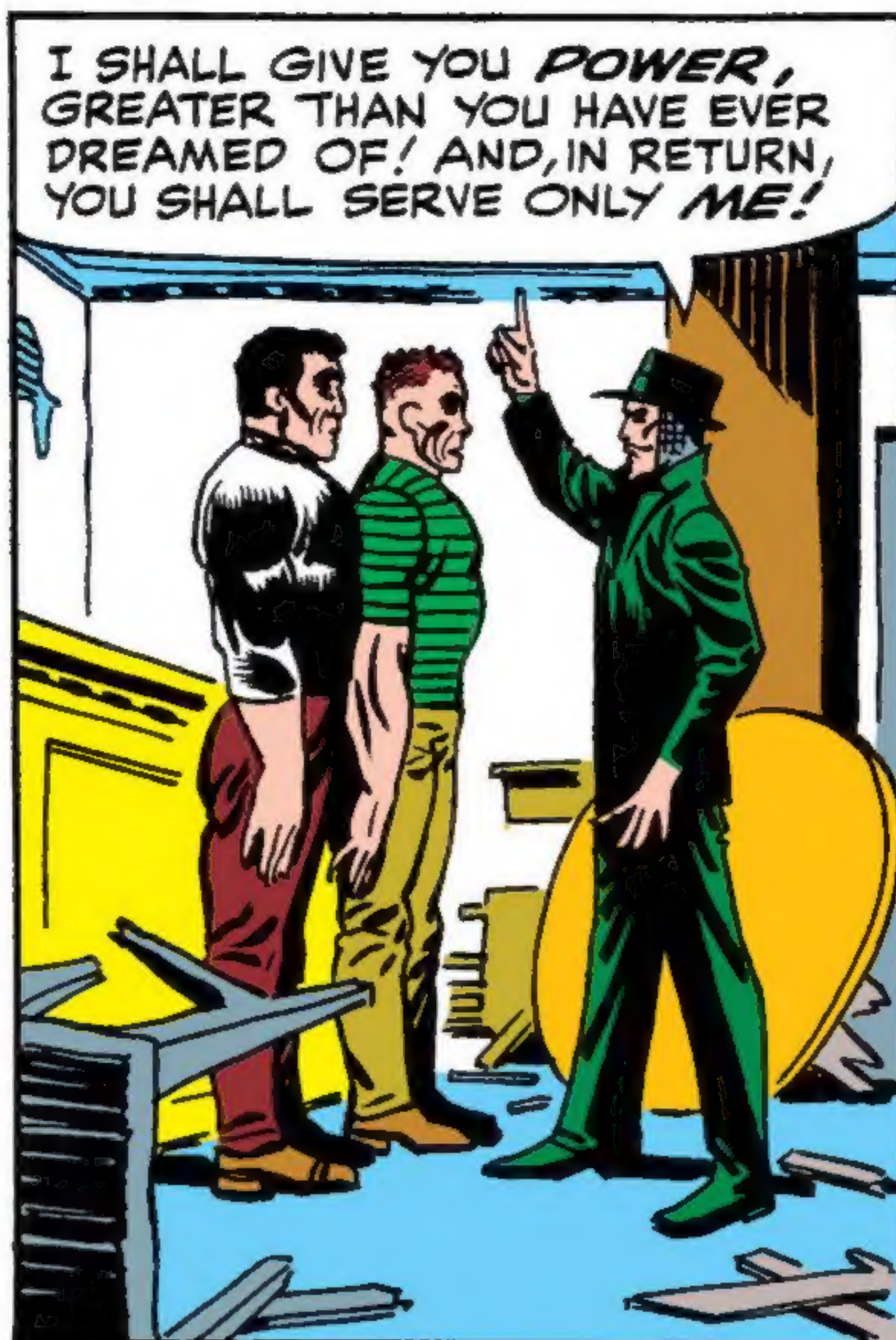






YOUR-WILL-IS-OUR-WILL!

XANDU-MUST-BE-OBEYED!



I SHALL GIVE YOU **POWER**, GREATER THAN YOU HAVE EVER DREAMED OF! AND, IN RETURN, YOU SHALL SERVE ONLY **ME**!



UNDER MY HYPNOTIC SPELL, YOU WILL FEEL NO PAIN... YOU WILL FEAR NO FOE!! AND NOW, TO TEST MY CONTROL OVER YOU ...!



STRIKE... WITH ALL YOUR MIGHT! GOOD! **GOOD!**

YOU OBEYED **INSTANTLY!** AND UNDER MY SPELL, HE FELT **NOTHING!** THE BLOW DID NOT AFFECT HIM!



NOW, **YOU!** YOUR HAND IS A BAR OF **STEEL!** STRIKE THE HEAVY OAK COUNTER TOP... SHATTER IT WITH ONE BLOW OF YOUR **STEEL FIST!** THUS SPEAKS **XANDU!**

THUS-SPEAKS-XANDU!

THEN, SATISFIED WITH THE RESULT OF HIS HYPNOTIC HANDIWORK, THE MAN CALLED **XANDU** WALKS BACK FROM WHENCE HE CAME... FOLLOWED BY TWO POWERFUL, HULKING BEINGS WHOSE ONLY WILL IS **XANDU'S** WILL ...!

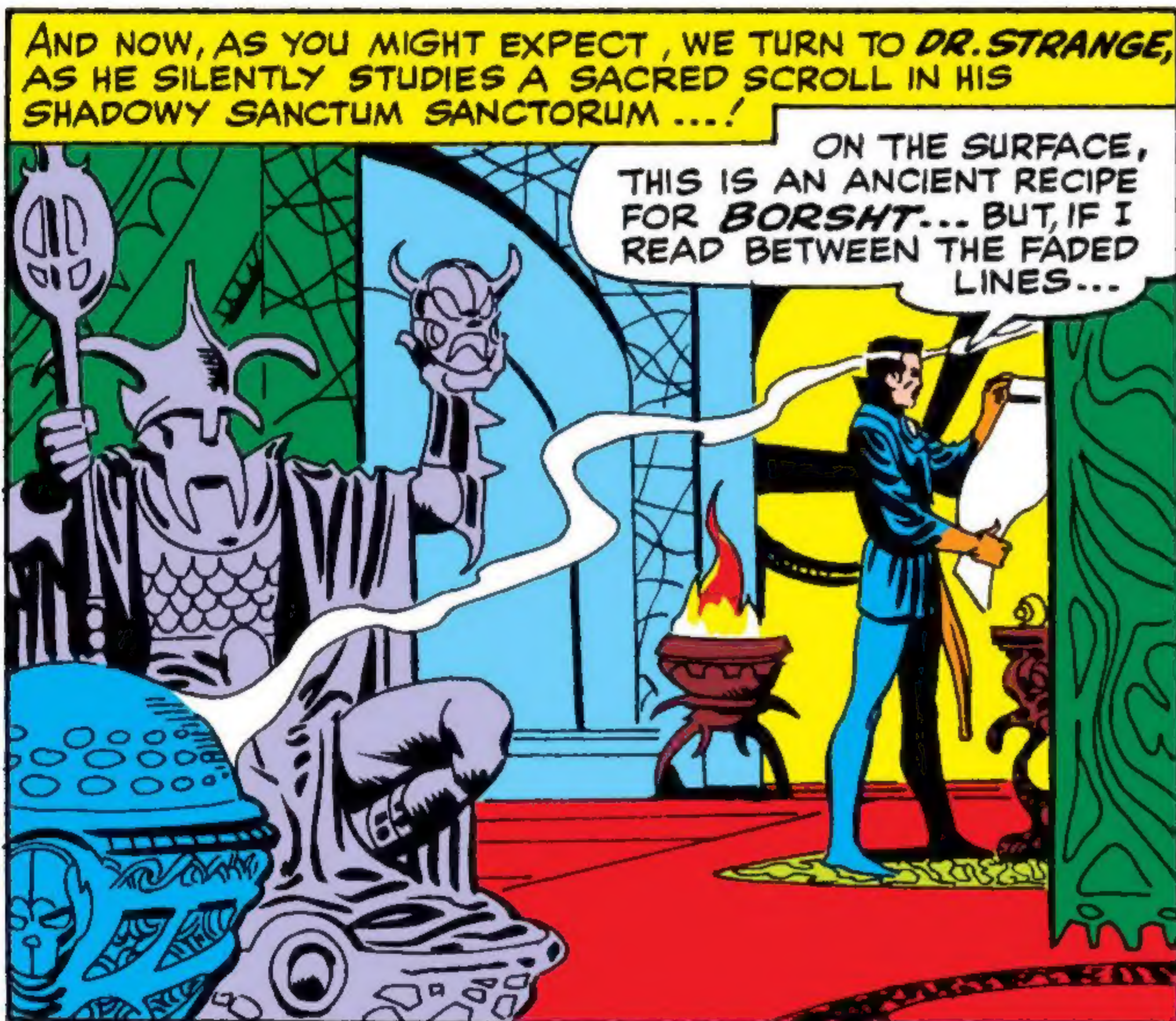


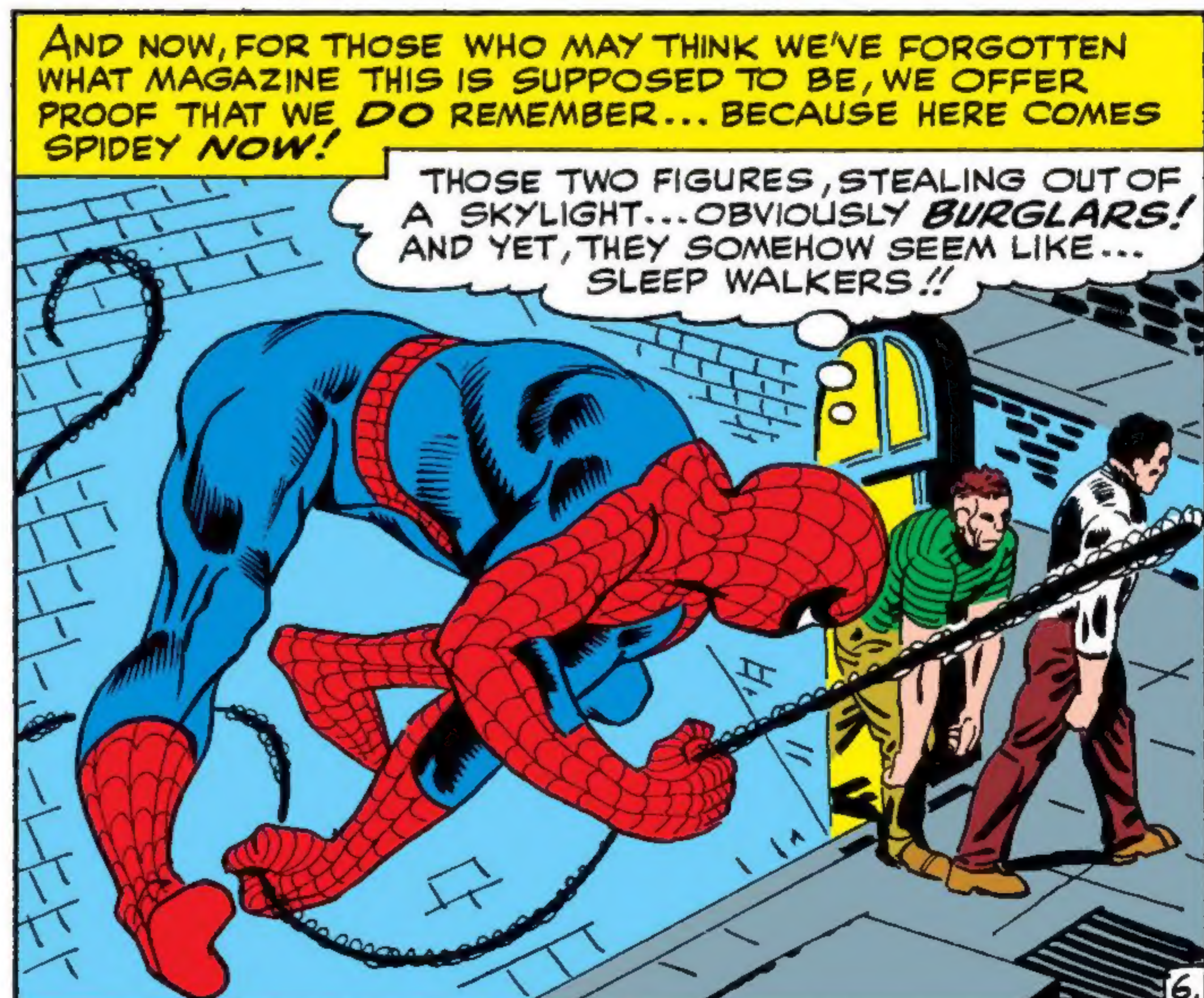
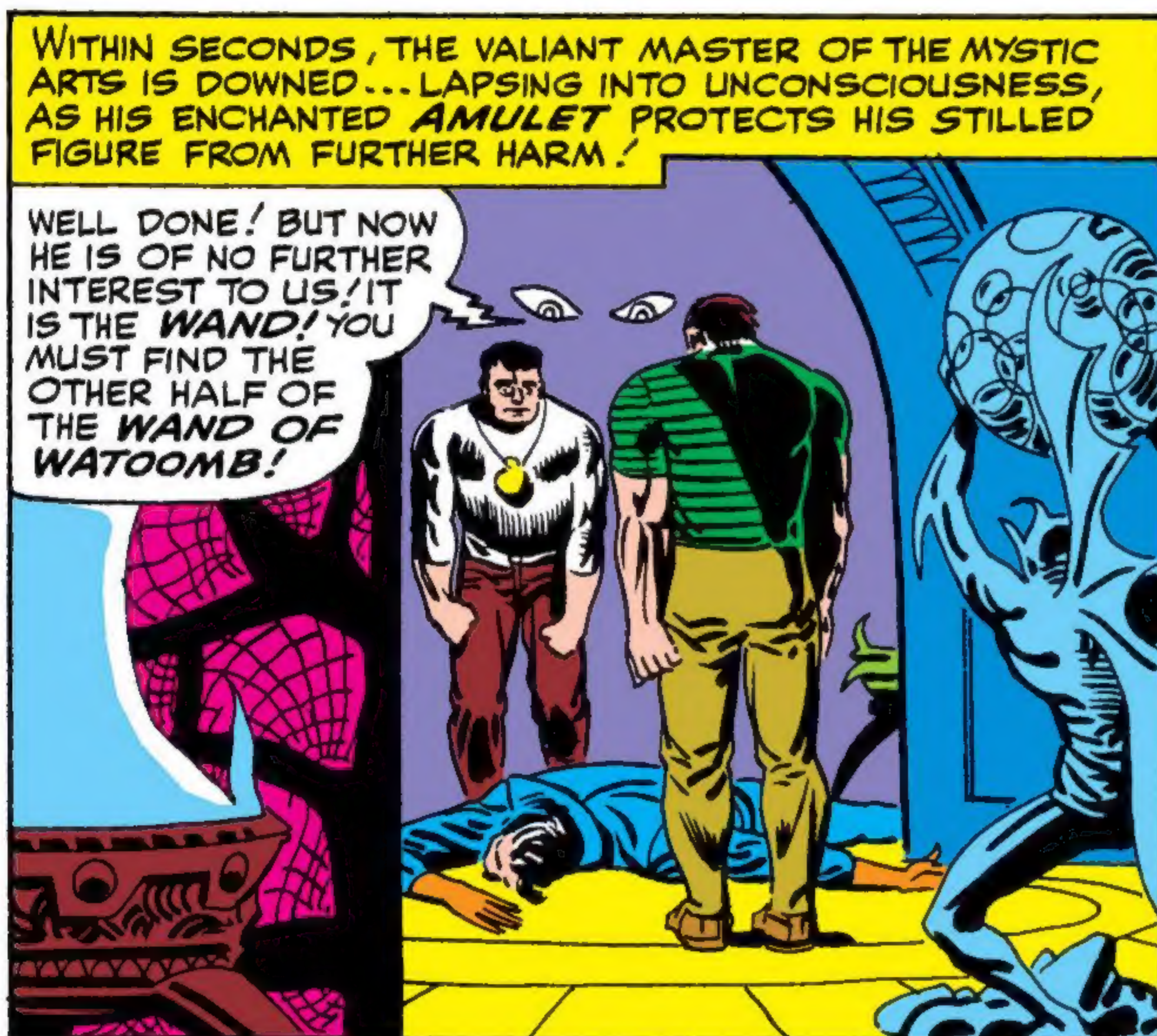
MOMENTS LATER, IN A STRANGE, CANDLE-LIT CHAMBER, **XANDU** HOLDS ALOFT A SHIMMERING, GLEAMING OBJECT...!

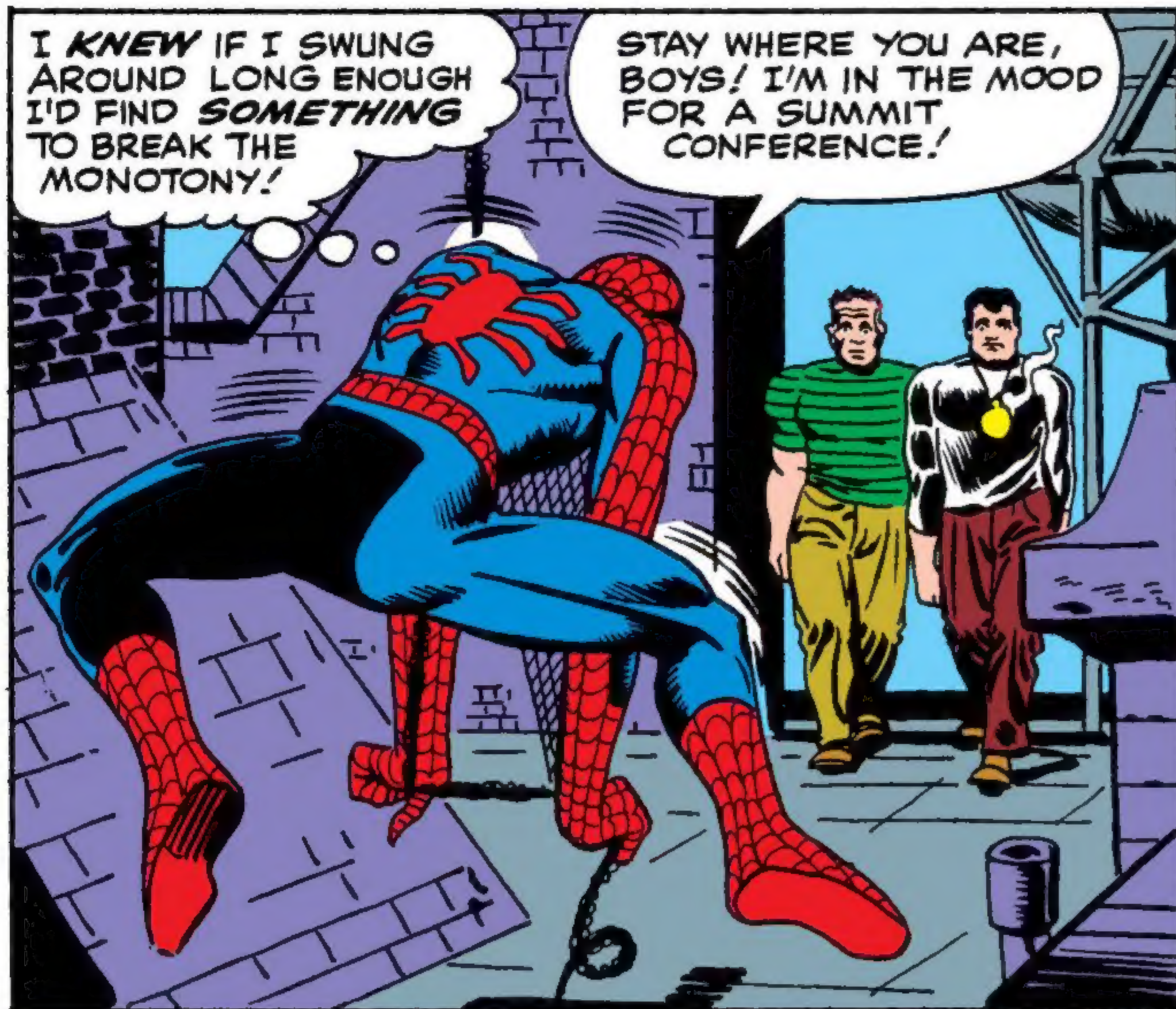
AT LAST! I HAVE TWO SERVANTS WHO WILL OBTAIN THE **OTHER** HALF OF THIS WAND FOR ME!

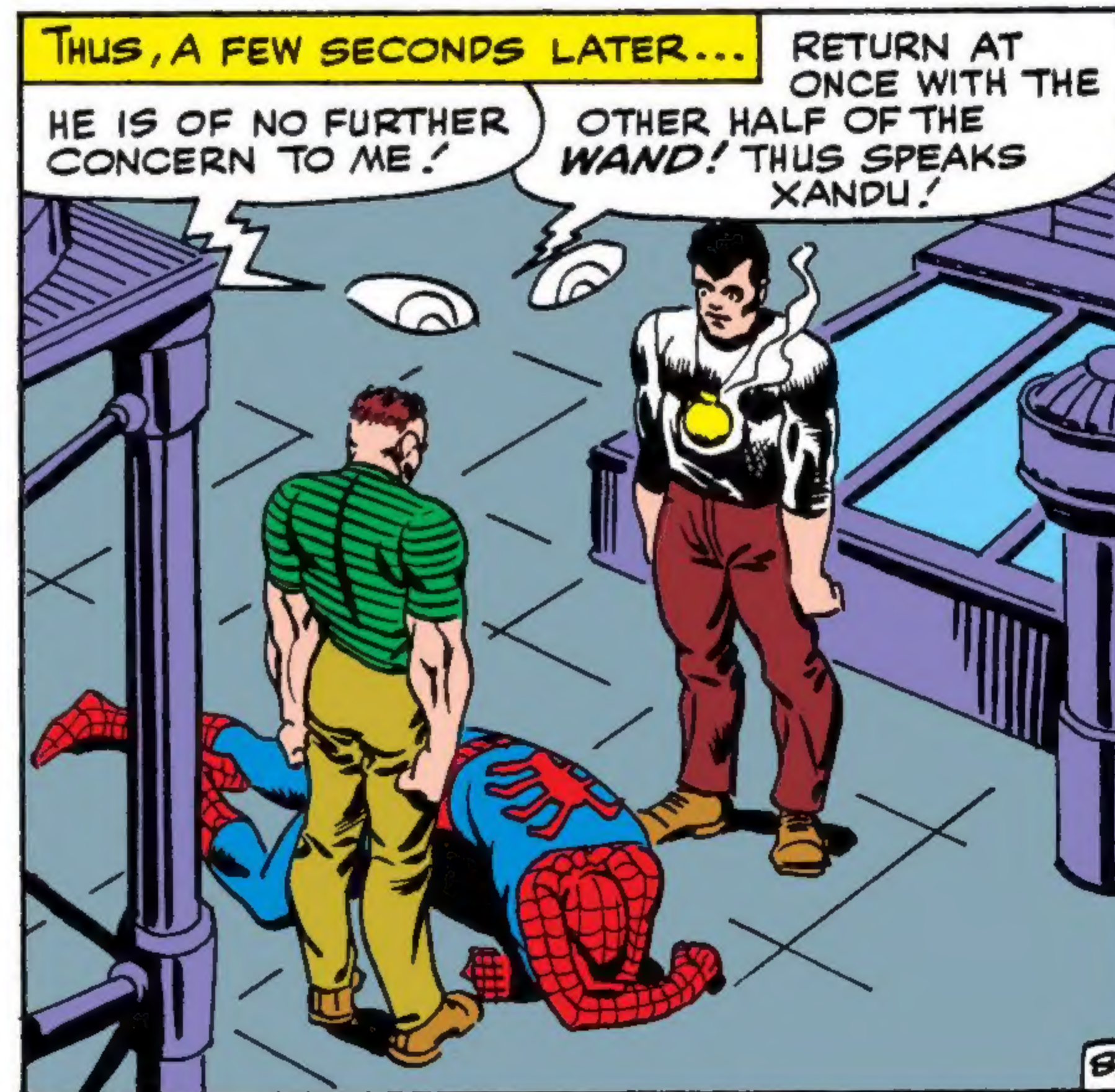
FOR, HE WHO POSSESSES **BOTH** HALVES OF THE **WAND OF WATOOMB**, POSSESSES THE GREATEST POWER OF ALL!

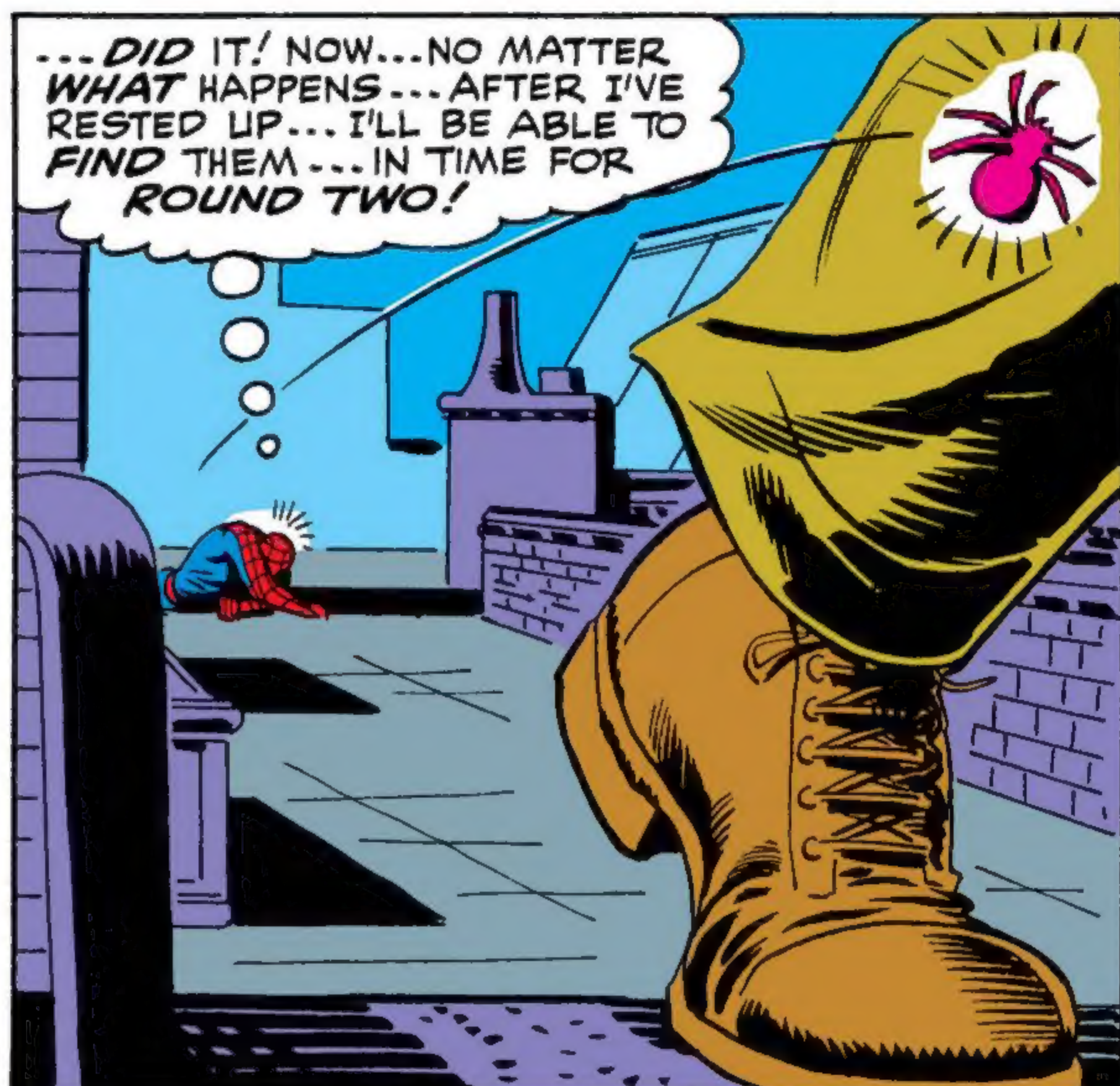
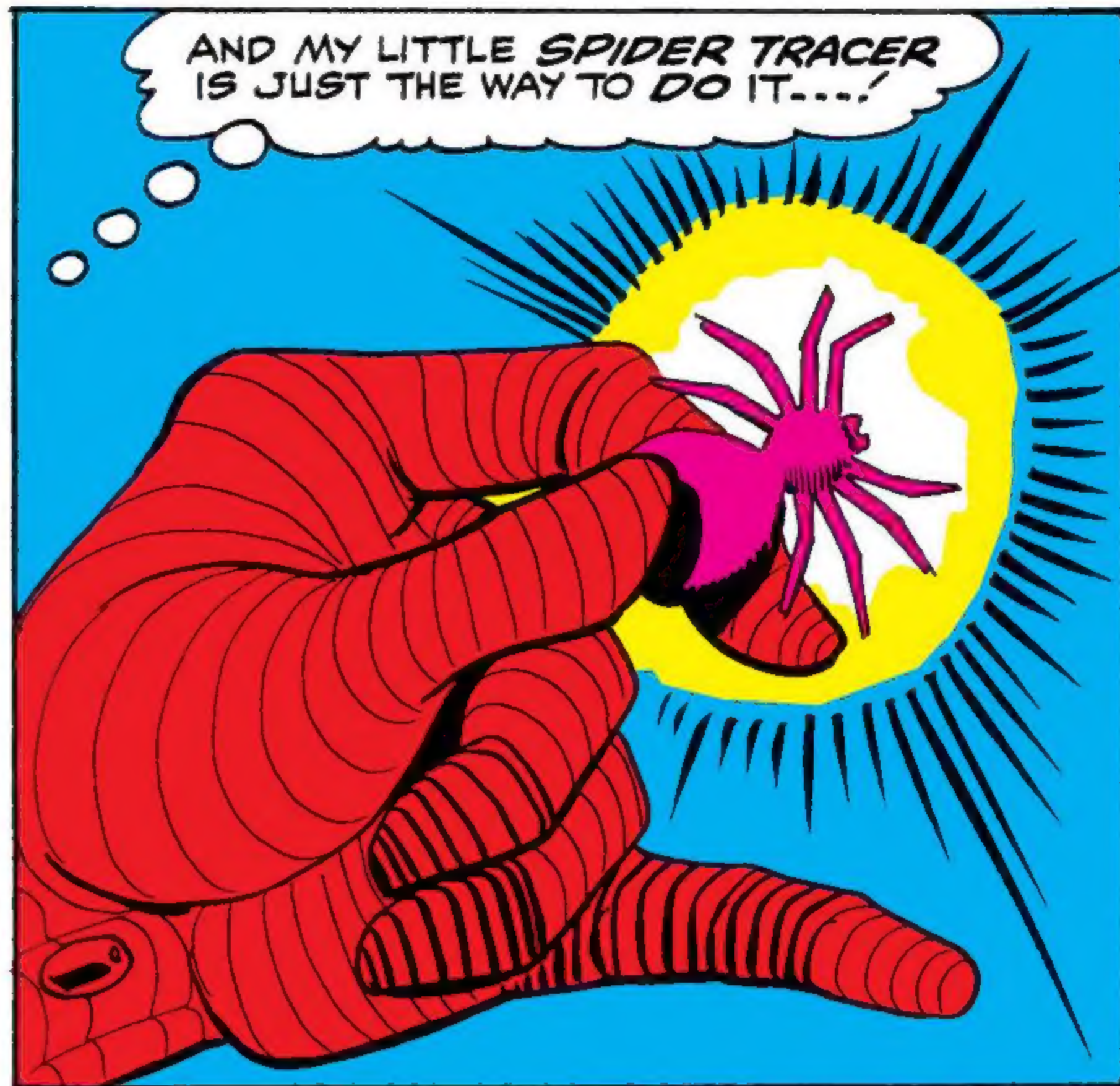


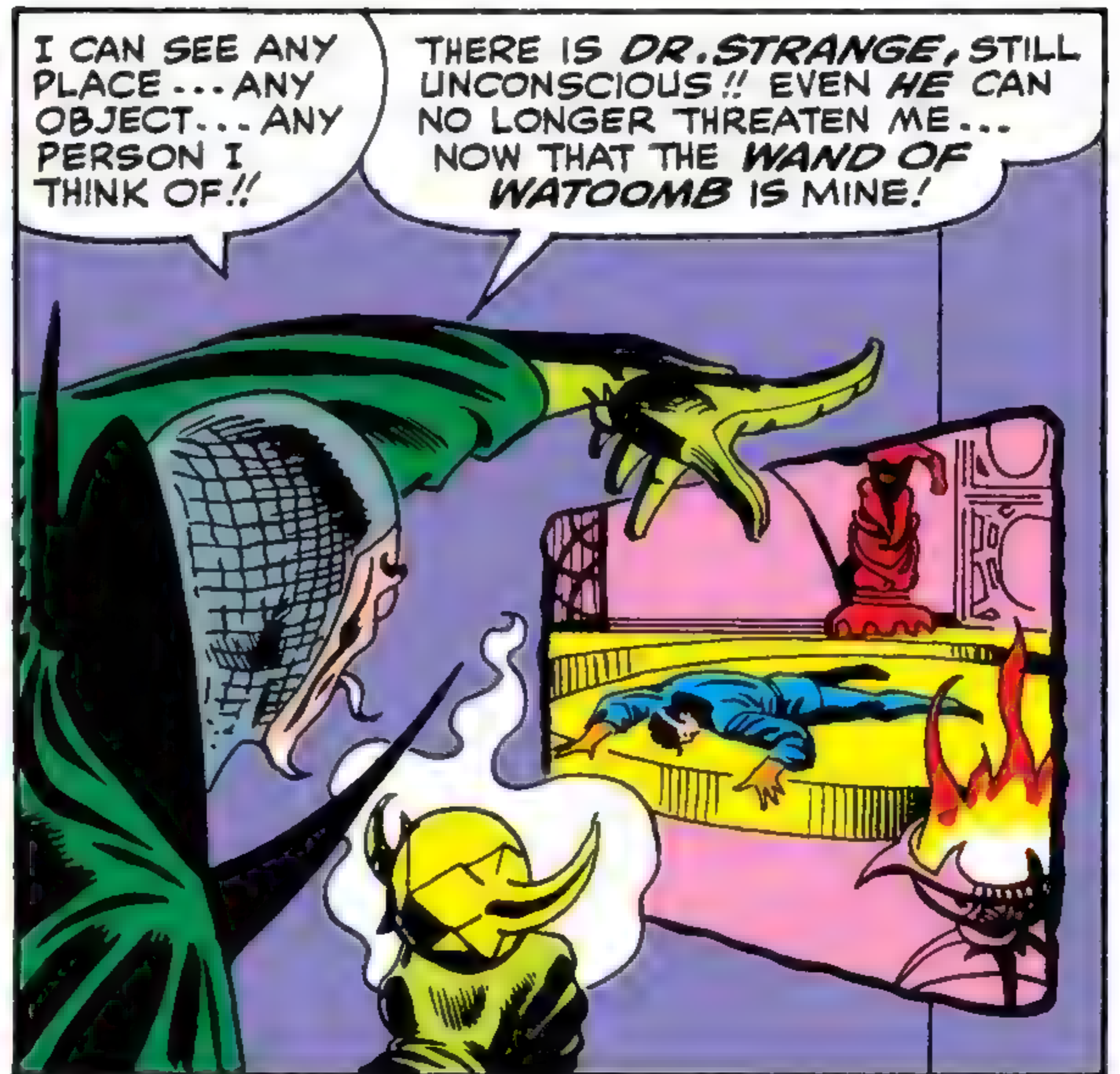


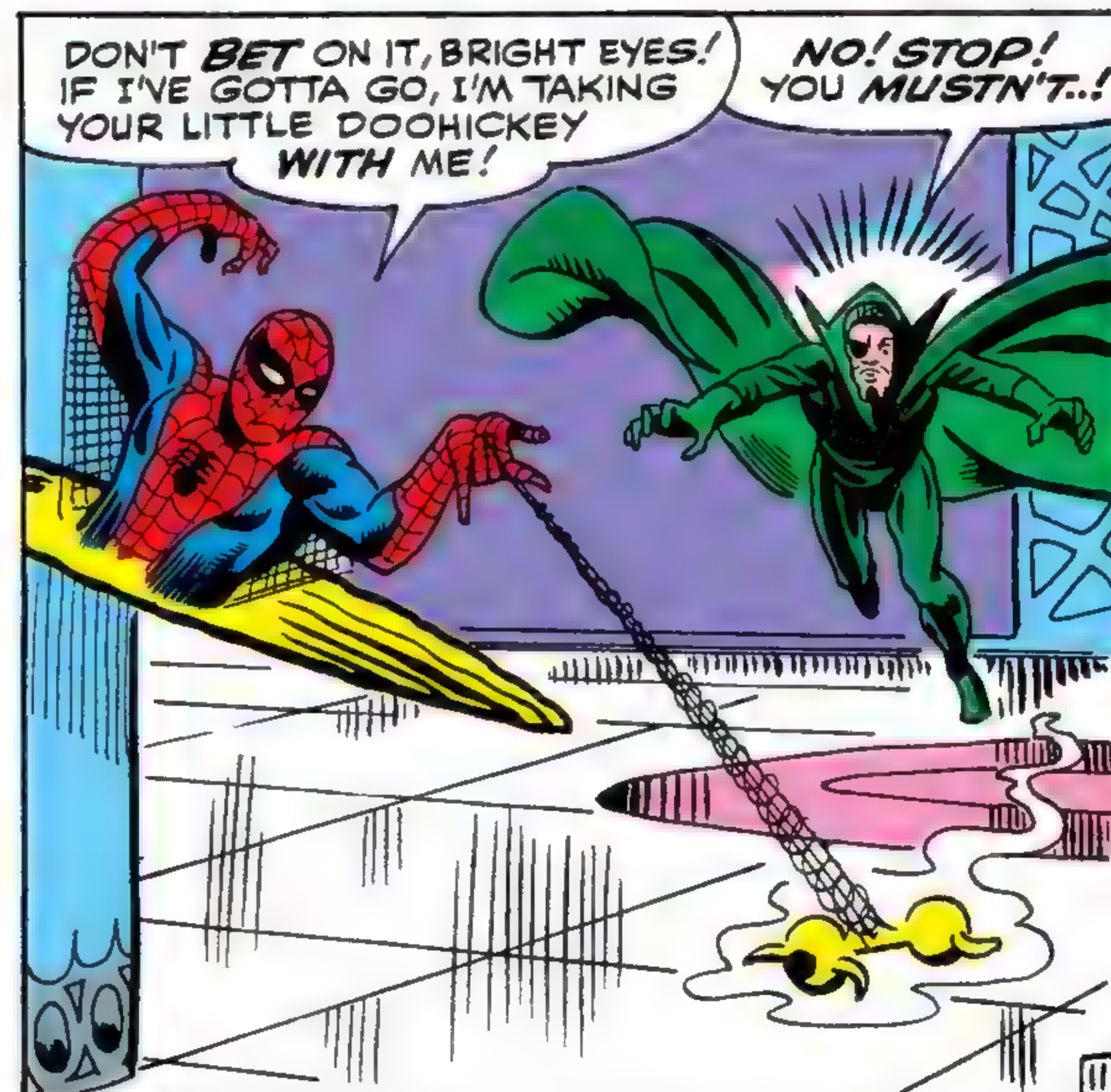
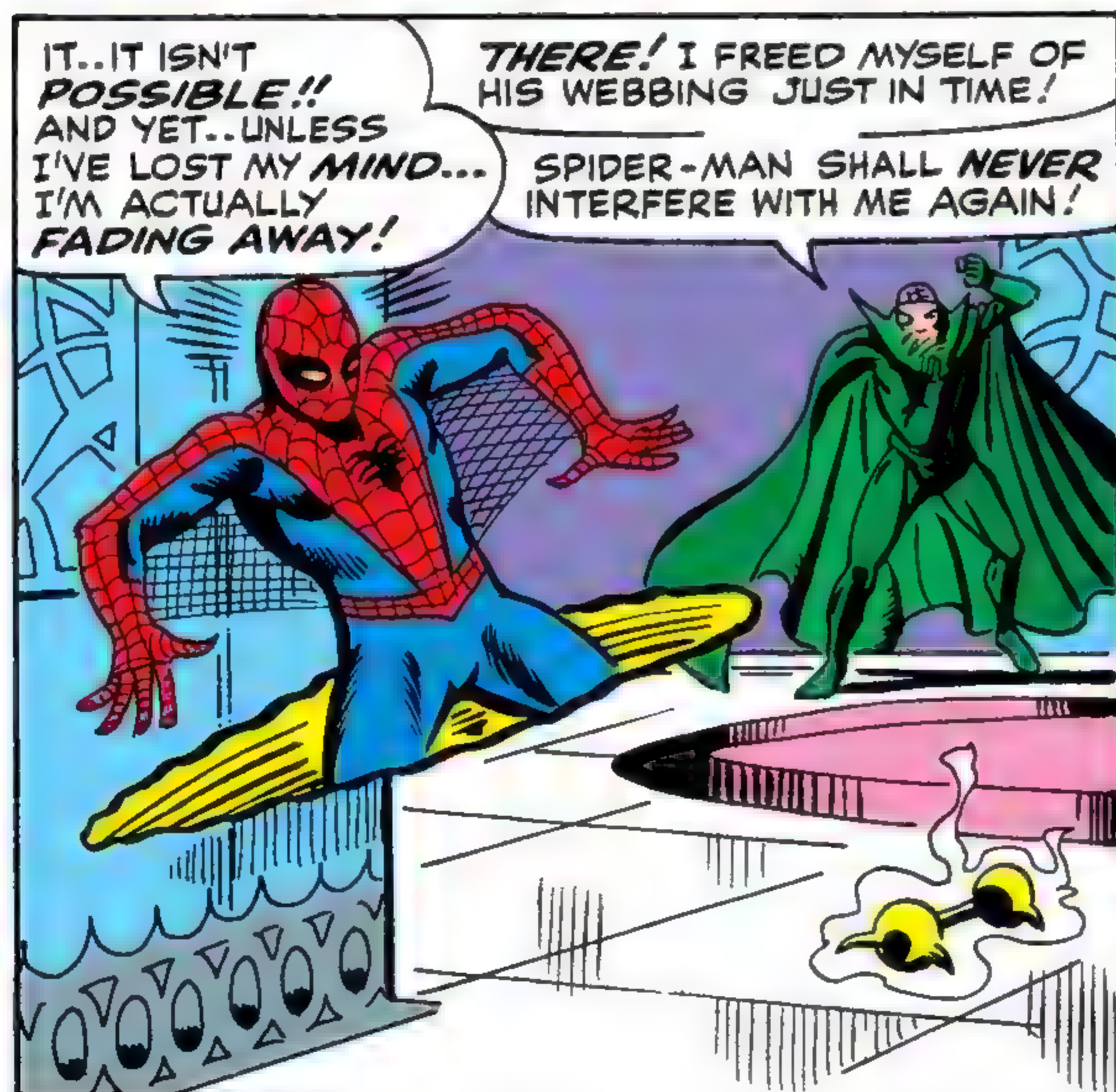
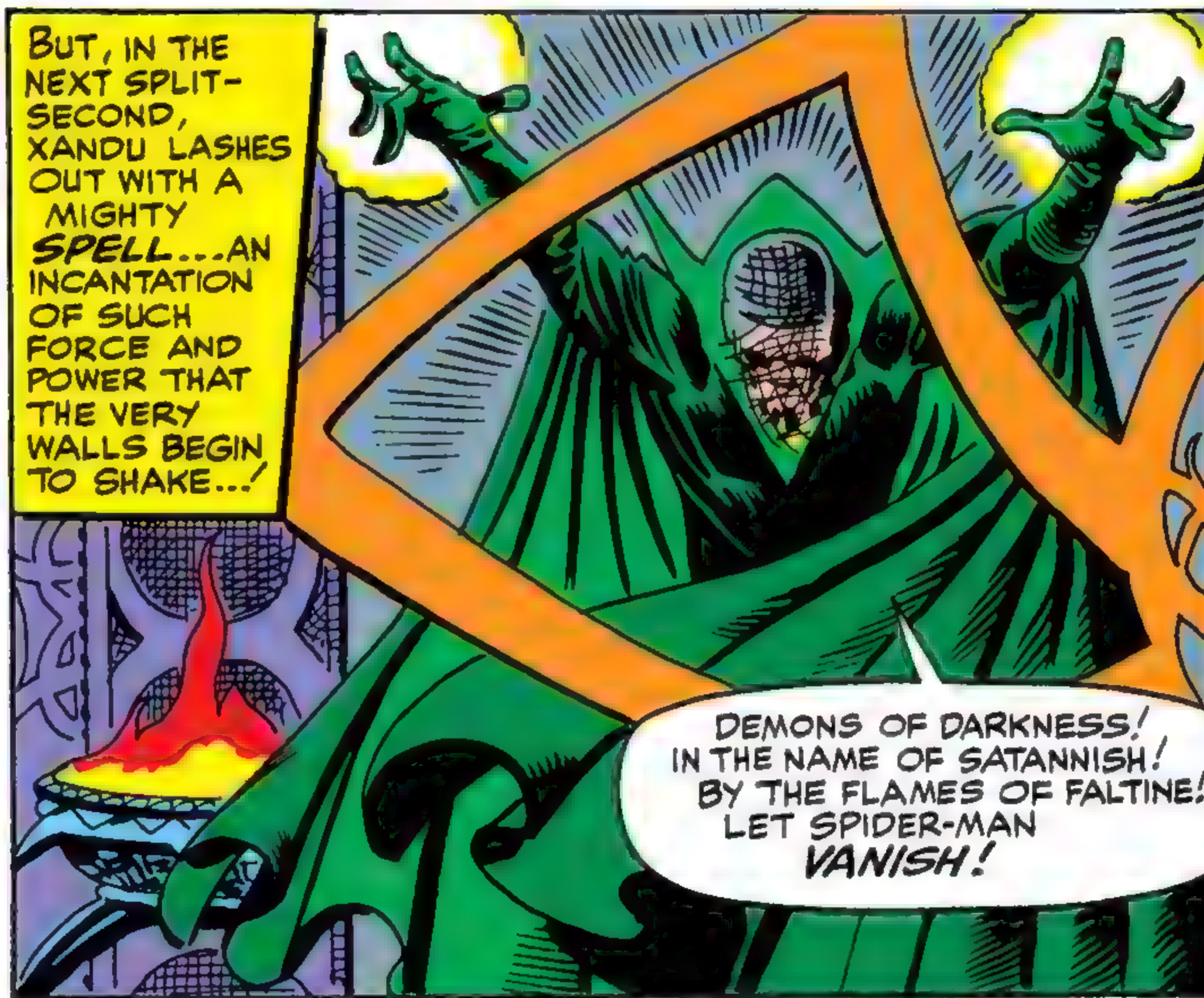
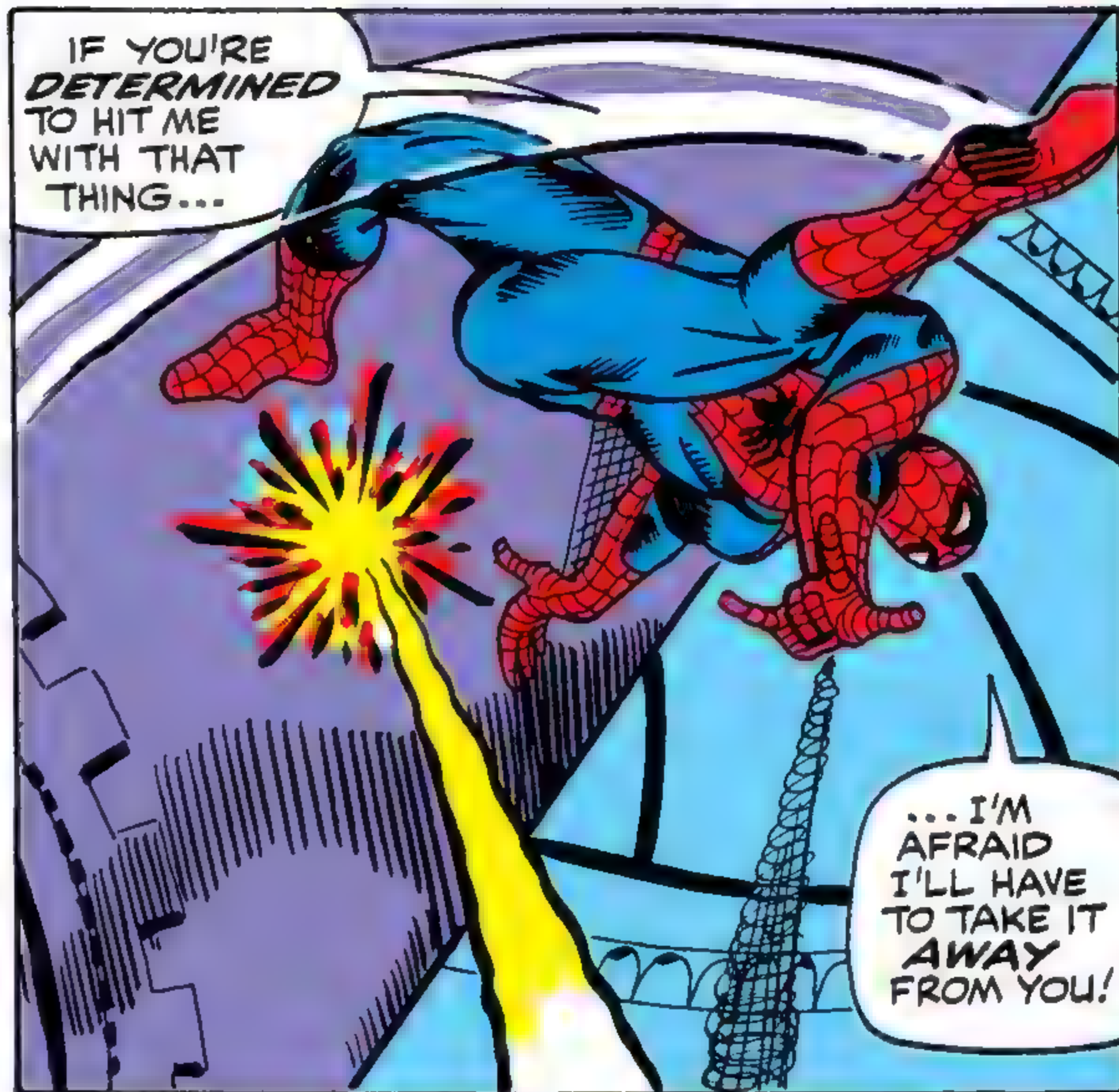








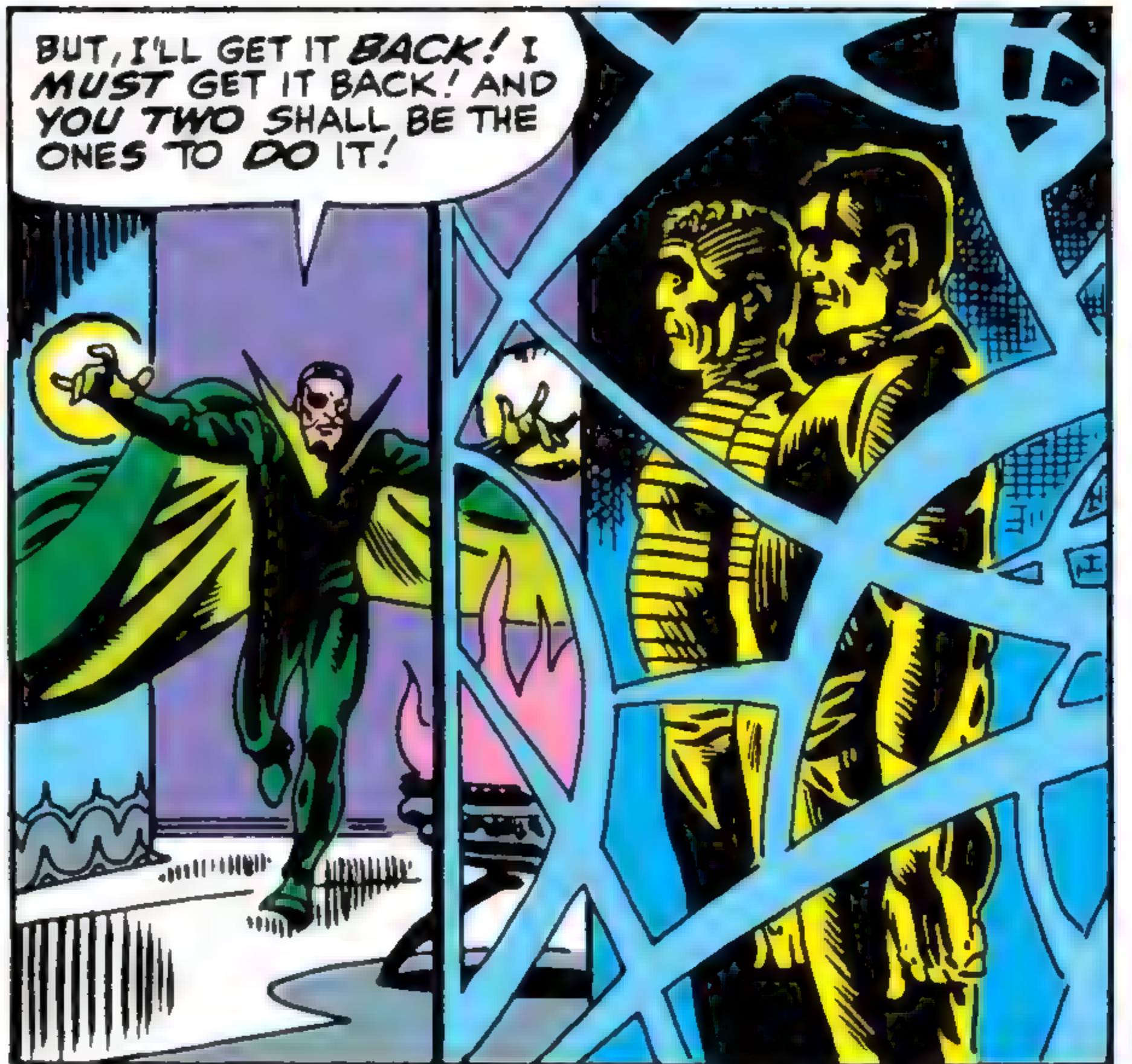




I'M TOO LATE! HE TOOK IT WITH HIM,
INTO THE UNKNOWN DIMENSION TO
WHICH I BANISHED HIM!



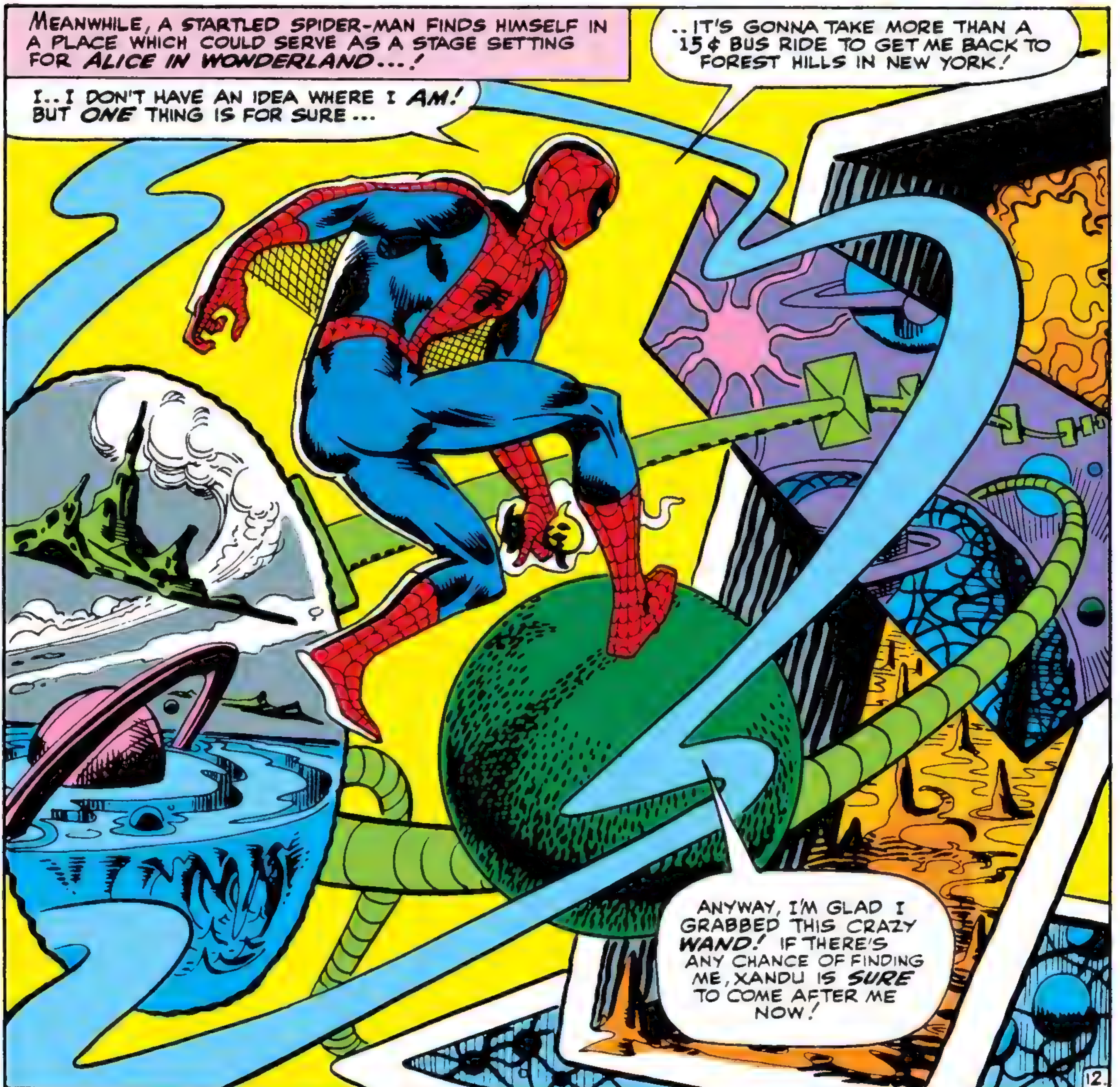
BUT, I'LL GET IT BACK! I
MUST GET IT BACK! AND
YOU TWO SHALL BE THE
ONES TO DO IT!



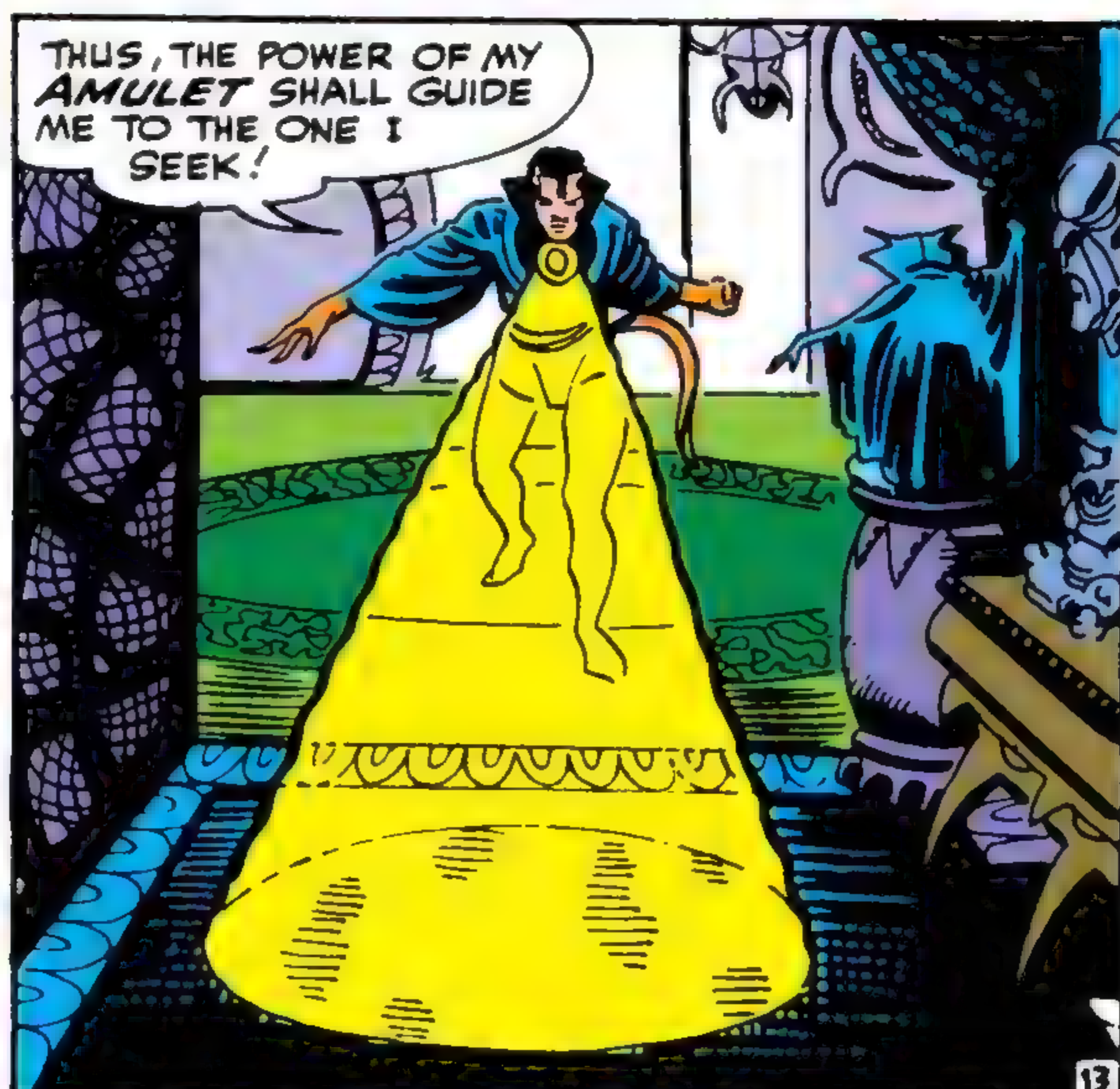
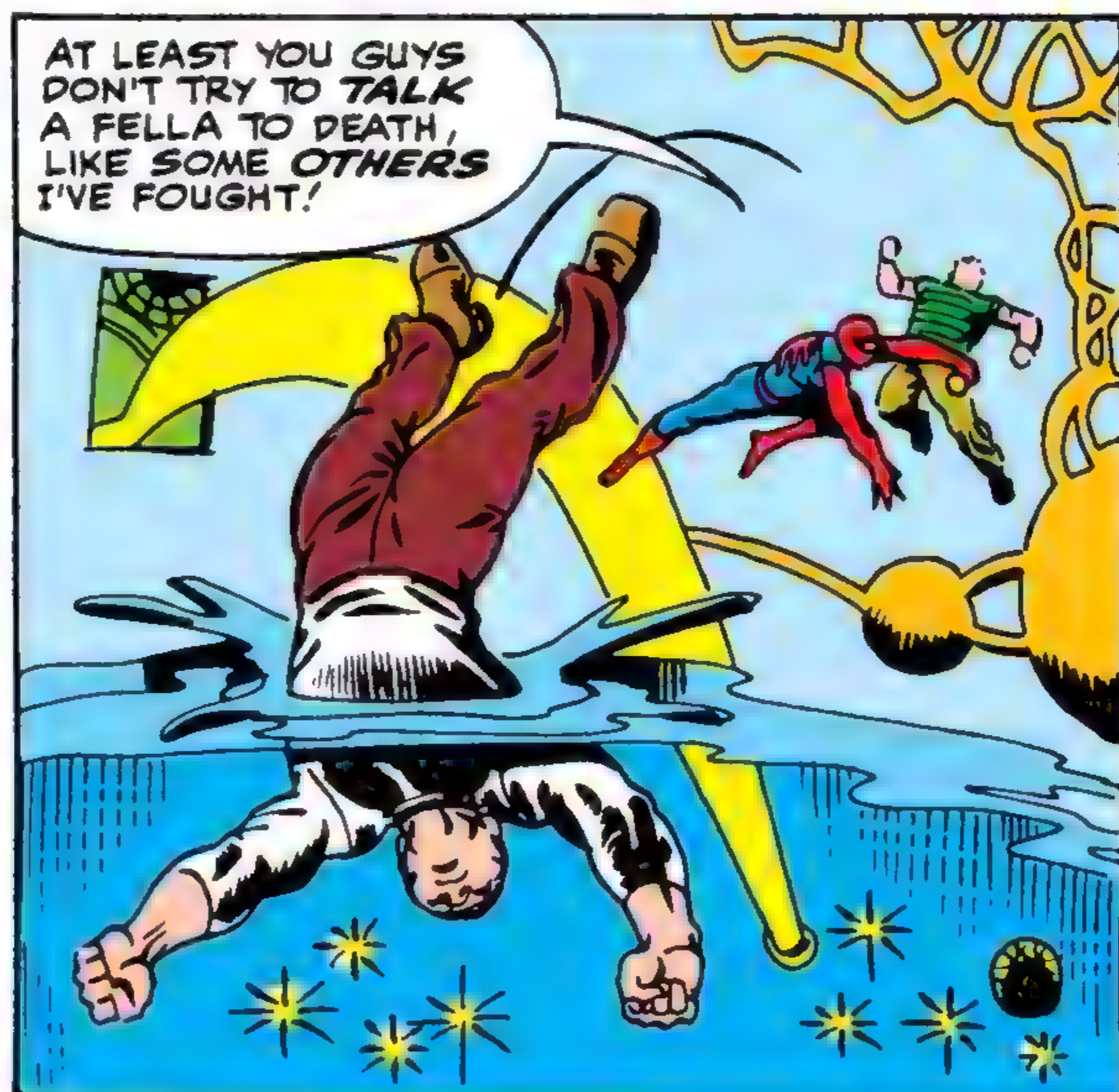
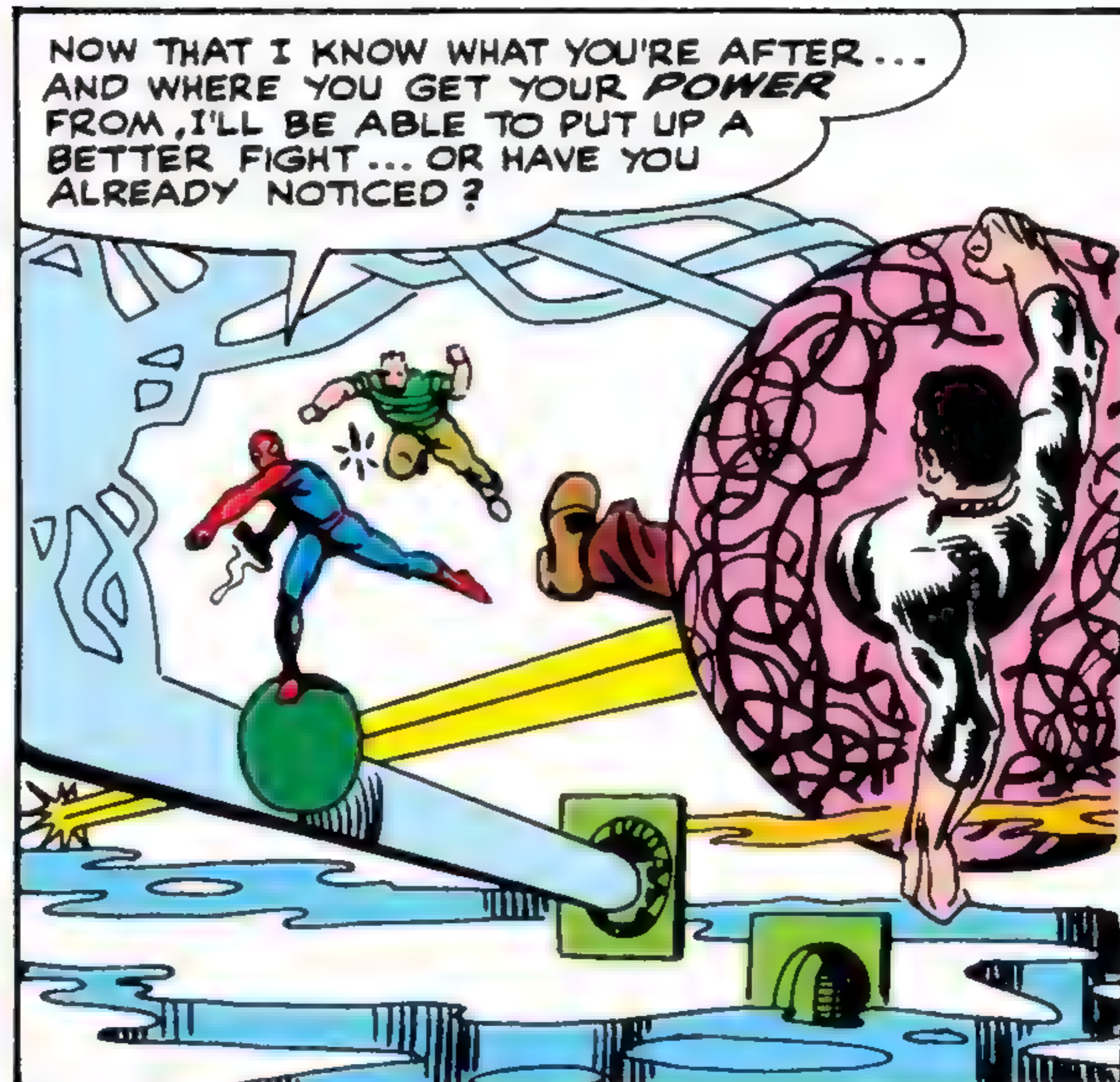
MEANWHILE, A STARTLED SPIDER-MAN FINDS HIMSELF IN
A PLACE WHICH COULD SERVE AS A STAGE SETTING
FOR ALICE IN WONDERLAND...!

I... I DON'T HAVE AN IDEA WHERE I AM!
BUT ONE THING IS FOR SURE ...

.. IT'S GONNA TAKE MORE THAN A
15¢ BUS RIDE TO GET ME BACK TO
FOREST HILLS IN NEW YORK!



ANYWAY, I'M GLAD I
GRABBED THIS CRAZY
WAND! IF THERE'S
ANY CHANCE OF FINDING
ME, XANDU IS SURE
TO COME AFTER ME
NOW!

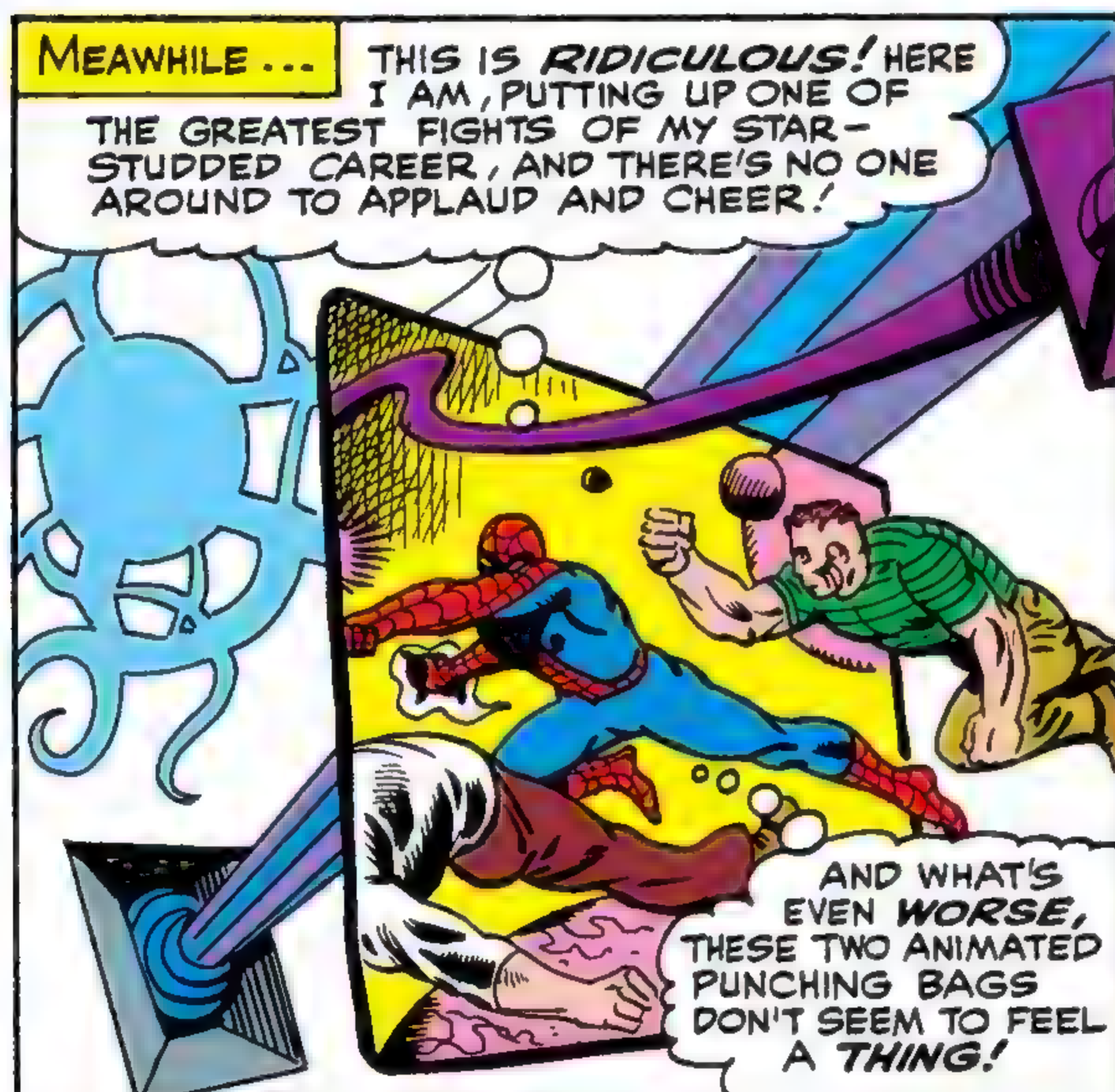




I SHALL TAKE MY MAGIC CLOAK OF LEVITATION AND FOLLOW, NO MATTER WHERE THE TRAIL MAY LEAD!



THEN, IN THE NAME OF THE ALL-SEEING EYE OF AGAMOTTO, THE WAND SHALL BE RETRIEVED, THOUGH THE VIPERS OF VALTORR THEMSELVES MAY BLOCK THE WAY!



MEAWHILE ... THIS IS *RIDICULOUS!* HERE I AM, PUTTING UP ONE OF THE GREATEST FIGHTS OF MY STAR-STUDDED CAREER, AND THERE'S NO ONE AROUND TO APPLAUD AND CHEER!

AND WHAT'S EVEN *WORSE*, THESE TWO ANIMATED PUNCHING BAGS DON'T SEEM TO FEEL A *THING!*



KEEP FIGHTING!! HE *HAS* TO WEAKEN SOON! GOOD! *GOOD!* YOU ALMOST *SEIZED* IT THEN!



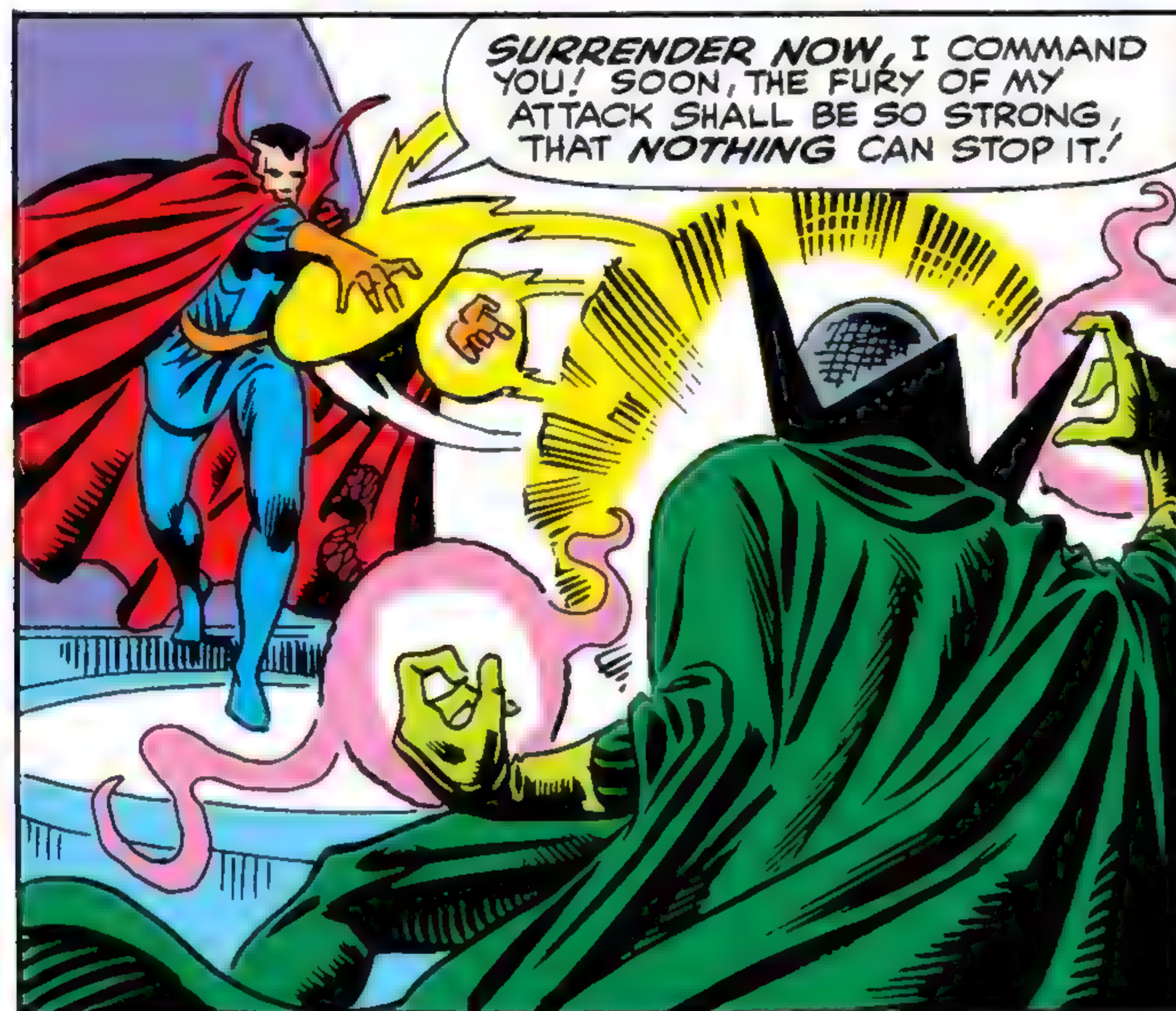
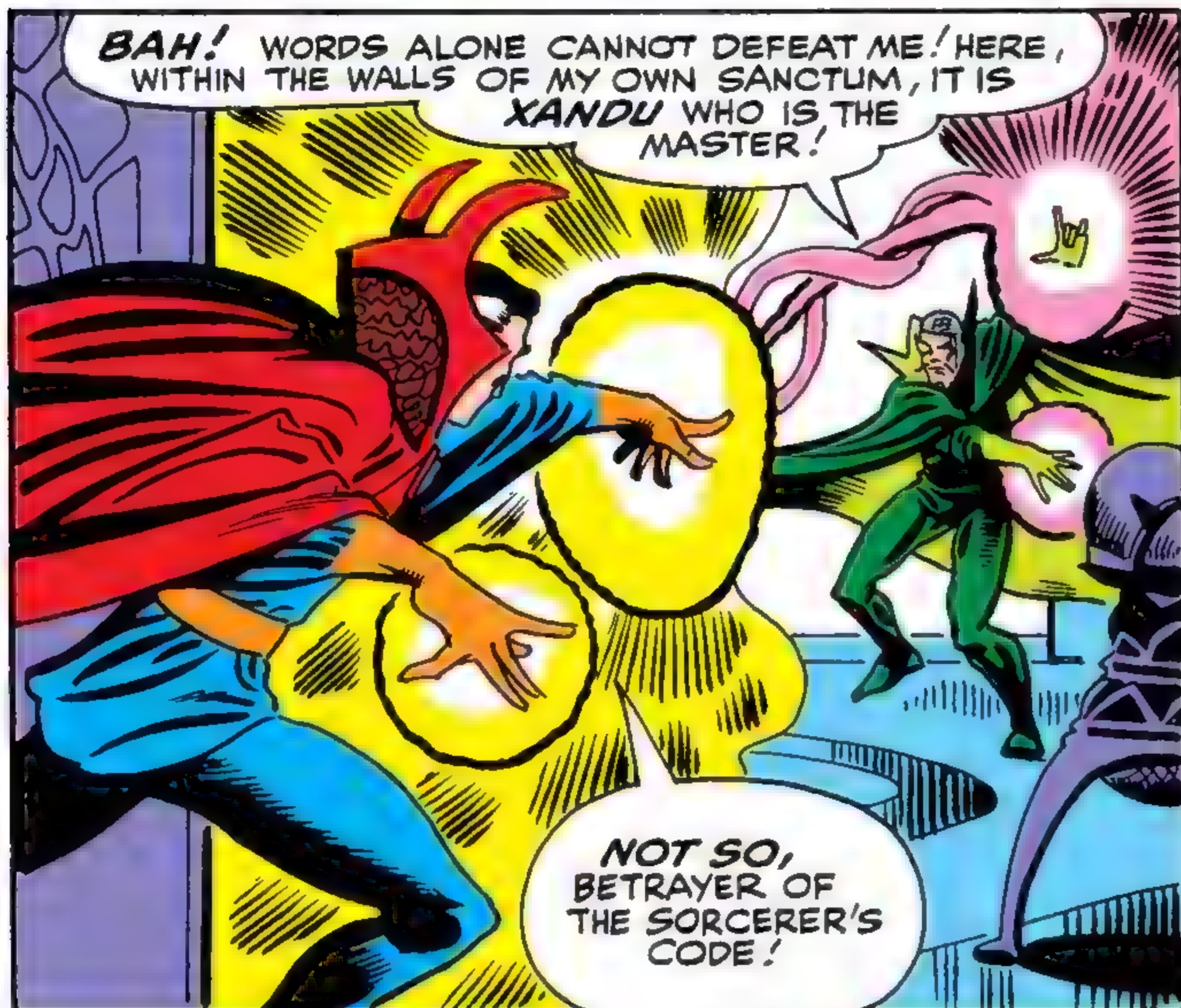
ONCE THEY RETRIEVE IT AGAIN, I SHALL BRING IT BACK FROM THE BEYOND, AND SUPREME POWER SHALL BE *MINE* ONCE MORE!

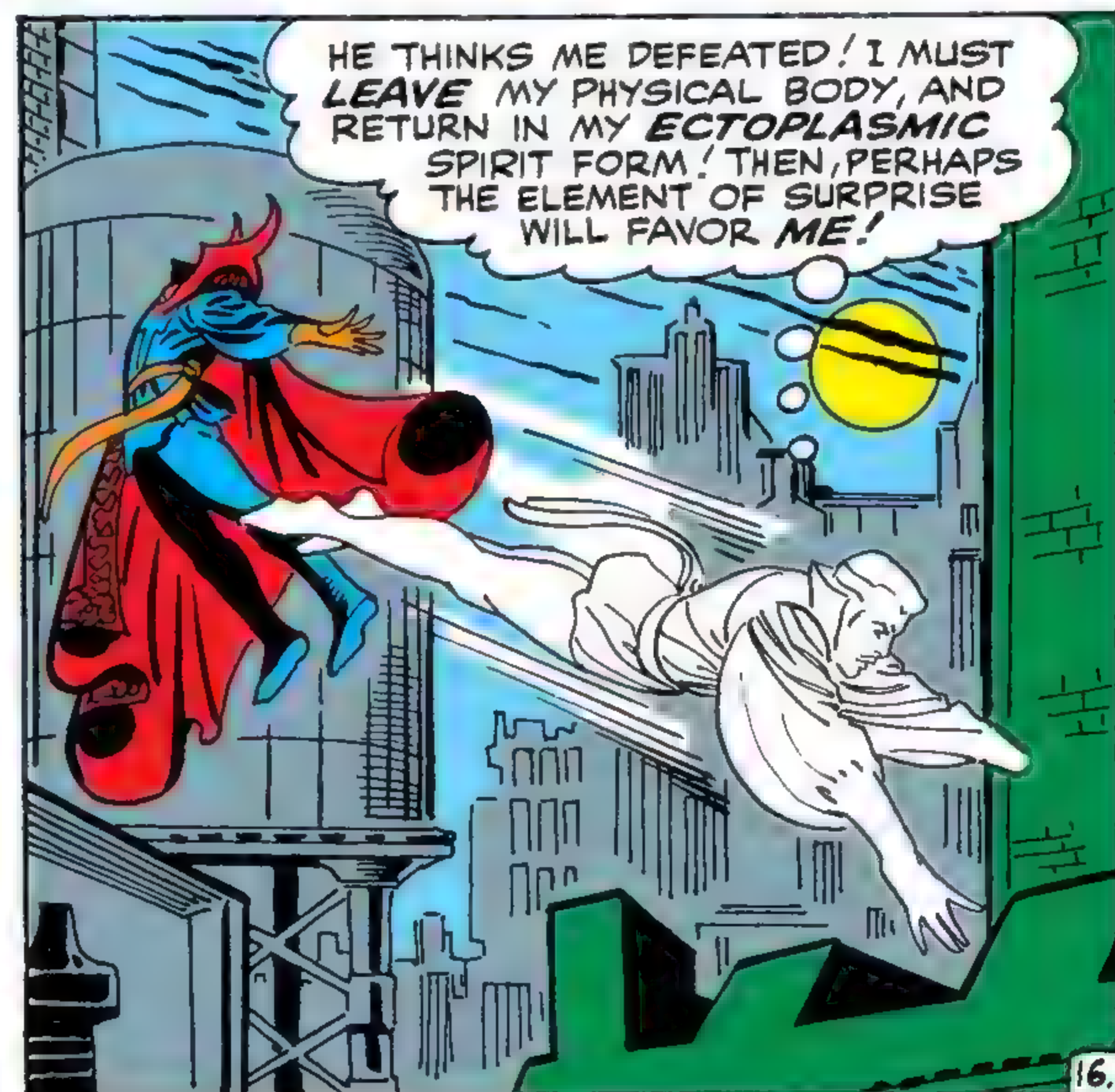
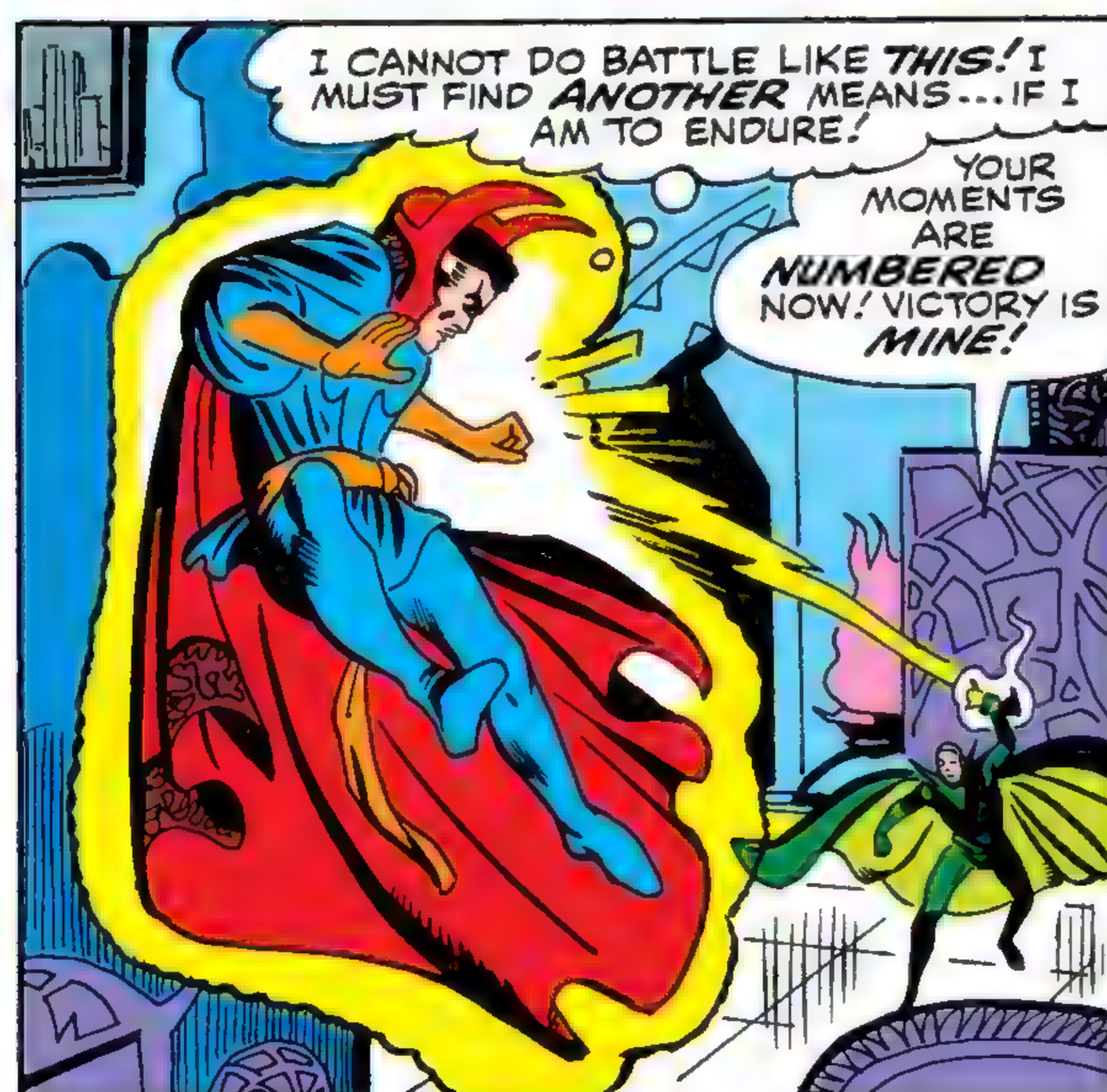
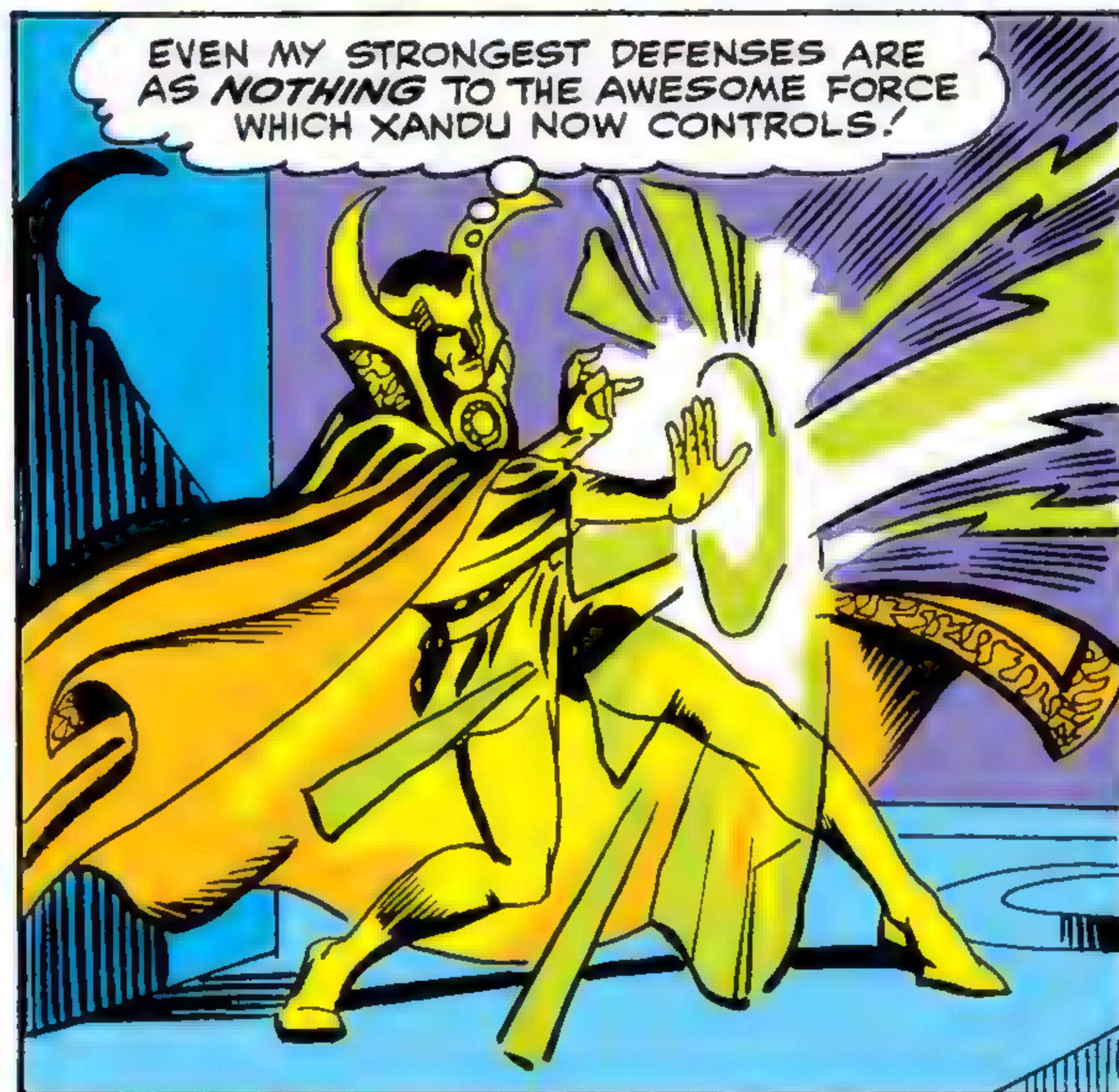


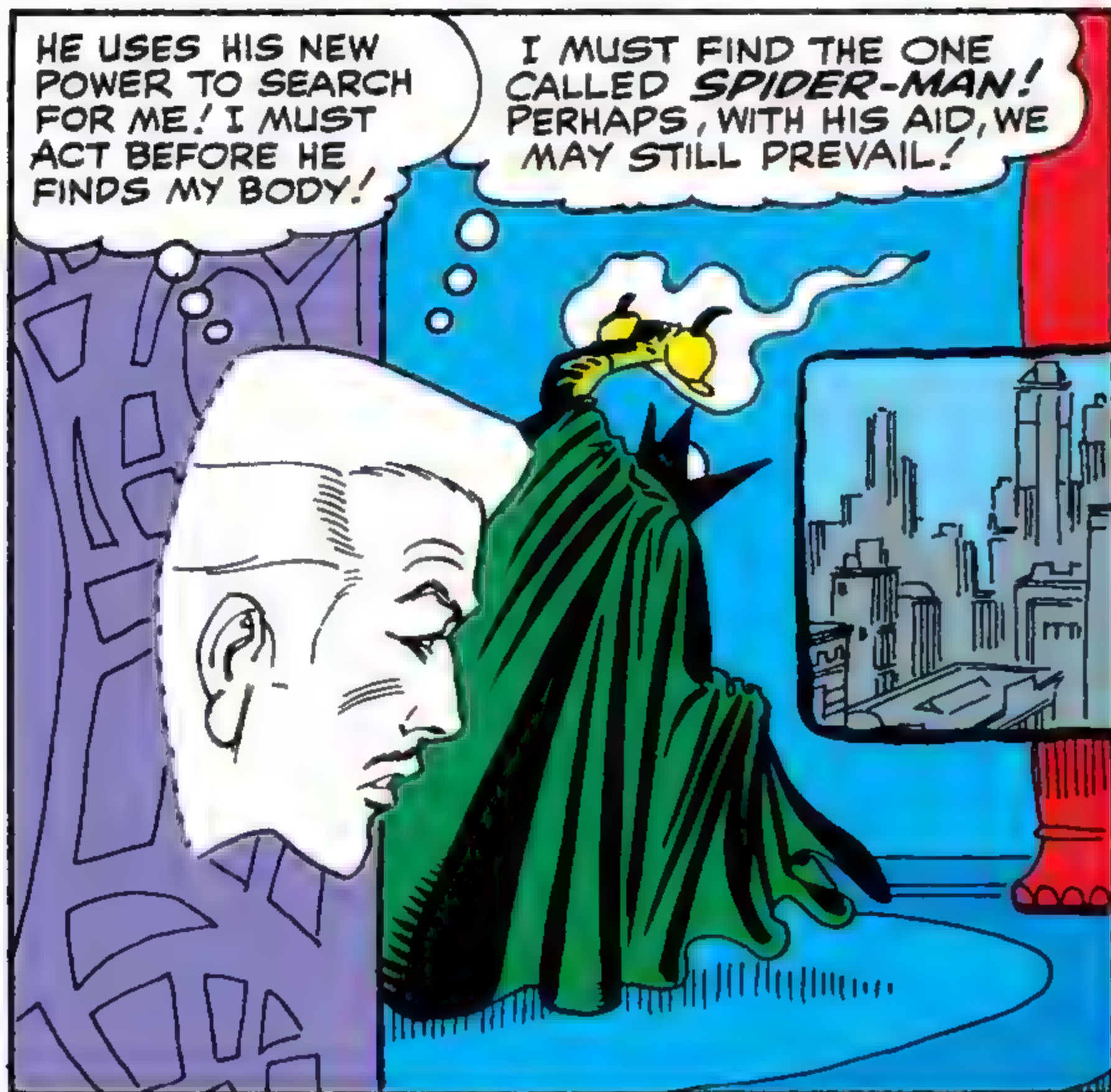
NEVER, MAN OF EVIL! NOT WHILE *DR. STRANGE* LIVES!

YOU! YOU FOUND ME! BUT... *HOW??*

MANY ARE THE POWERS OF THE MASTER OF THE MYSTIC ARTS!

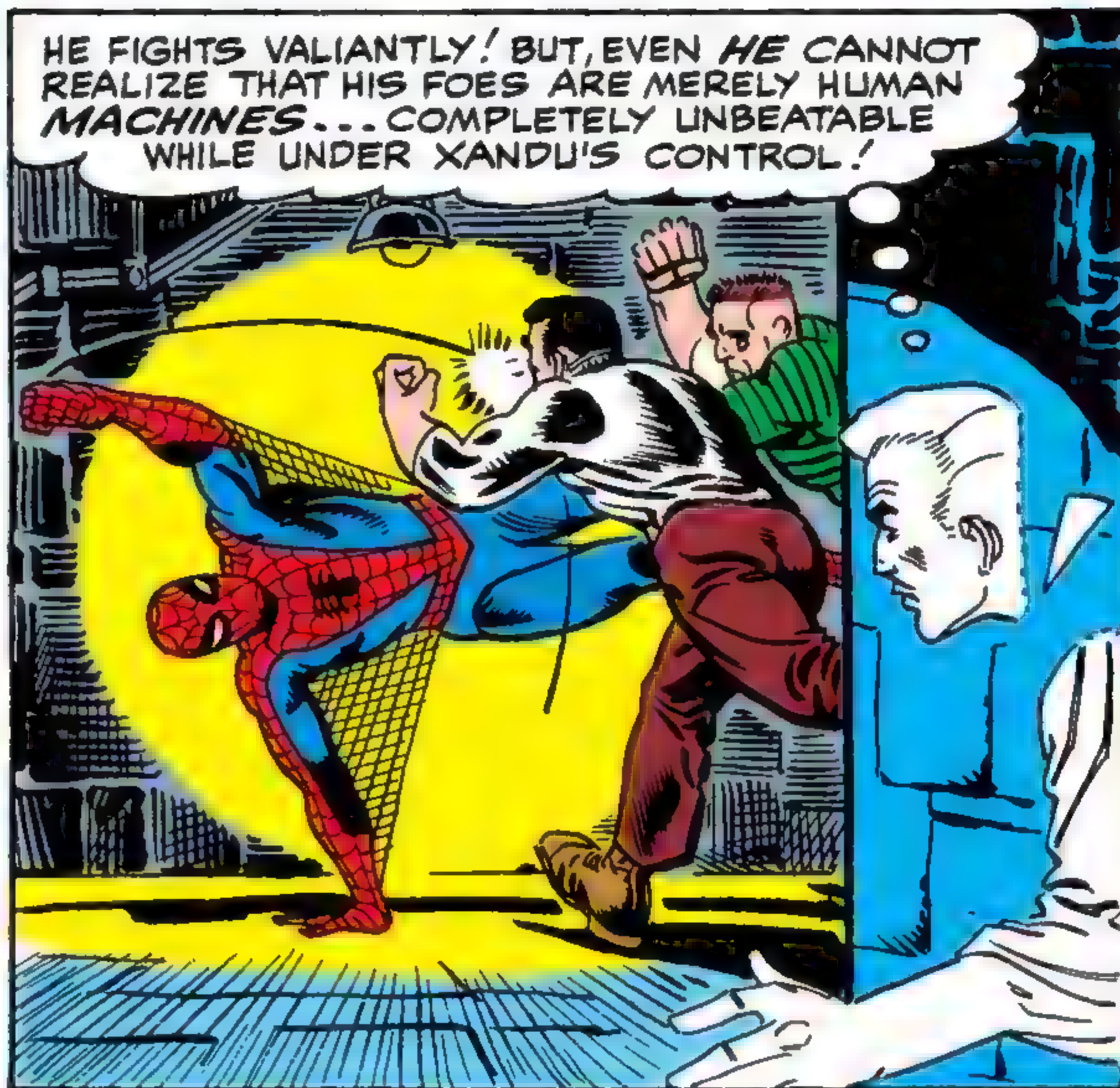






HE USES HIS NEW POWER TO SEARCH FOR ME! I MUST ACT BEFORE HE FINDS MY BODY!

I MUST FIND THE ONE CALLED **SPIDER-MAN**! PERHAPS, WITH HIS AID, WE MAY STILL PREVAIL!



HE FIGHTS VALIANTLY! BUT, EVEN *HE* CANNOT REALIZE THAT HIS FOES ARE MERELY HUMAN **MACHINES**... COMPLETELY UNBEATABLE WHILE UNDER XANDU'S CONTROL!



I MUST PLANT A **THOUGHT** IN HIS MIND... A THOUGHT WHICH CAN **SAVE** HIM!

THE WIRES BEHIND YOU... **GRAB THEM!** LET THEM **TOUCH** AT THE PROPER SECOND...!



AT THE URGING OF *DR. STRANGE*, THE LIGHTNING-FAST REFLEXES OF **SPIDER-MAN**... THE BRILLIANT BRAIN OF **PETER PARKER**... GRASP THE THOUGHT IN A SPLIT-SECOND, AND THEN...!

HE **DID IT!** HE GAVE THEM A POWERFUL ELECTRIC SHOCK JUST AS THEY CLOSED IN FOR THE FINAL ASSAULT!



HEY, WHAT GIVES? WHAT'S GOIN ON HERE?

SEARCH **ME!**? HOW'D WE **GET** HERE? AND... WHY AM I SO **BLAMED TIRED?**

IT WAS THE ONLY WAY TO RELEASE THEM FROM XANDU'S SPELL! THEY WILL NOT TROUBLE YOU AGAIN!



I'M **STILL** NOT SURE WHAT THIS IS ALL ABOUT, BUT IF THAT CREEP **XANDU** IS BEHIND IT, THEN HE'S FOR **ME!**

SPIDER-MAN IS NO MATCH FOR THE MYSTIC POWER OF THE EVIL ONE! I MUST FIND A WAY TO AID HIM FURTHER!





IT ISN'T FAIR!
I-I HAVEN'T TIME
TO THINK!

GOOD SHOT!
YOU CAUGHT
HIS LEGS! HE'S
TOTTERING...
THIS IS OUR
CHANCE!



MY HAND! STRANGE
CAUGHT IT IN A *SPELL*!
I DROPPED THE WAND!
OH NO... NO!

WITHOUT IT,
I'LL BE
LOST!



I'VE GOT TO GET IT *BACK*!
SO LONG AS I HAVE IT, I...
THAT *WEBBING*!! I CAN'T
MOVE MY HANDS!

THWAP!



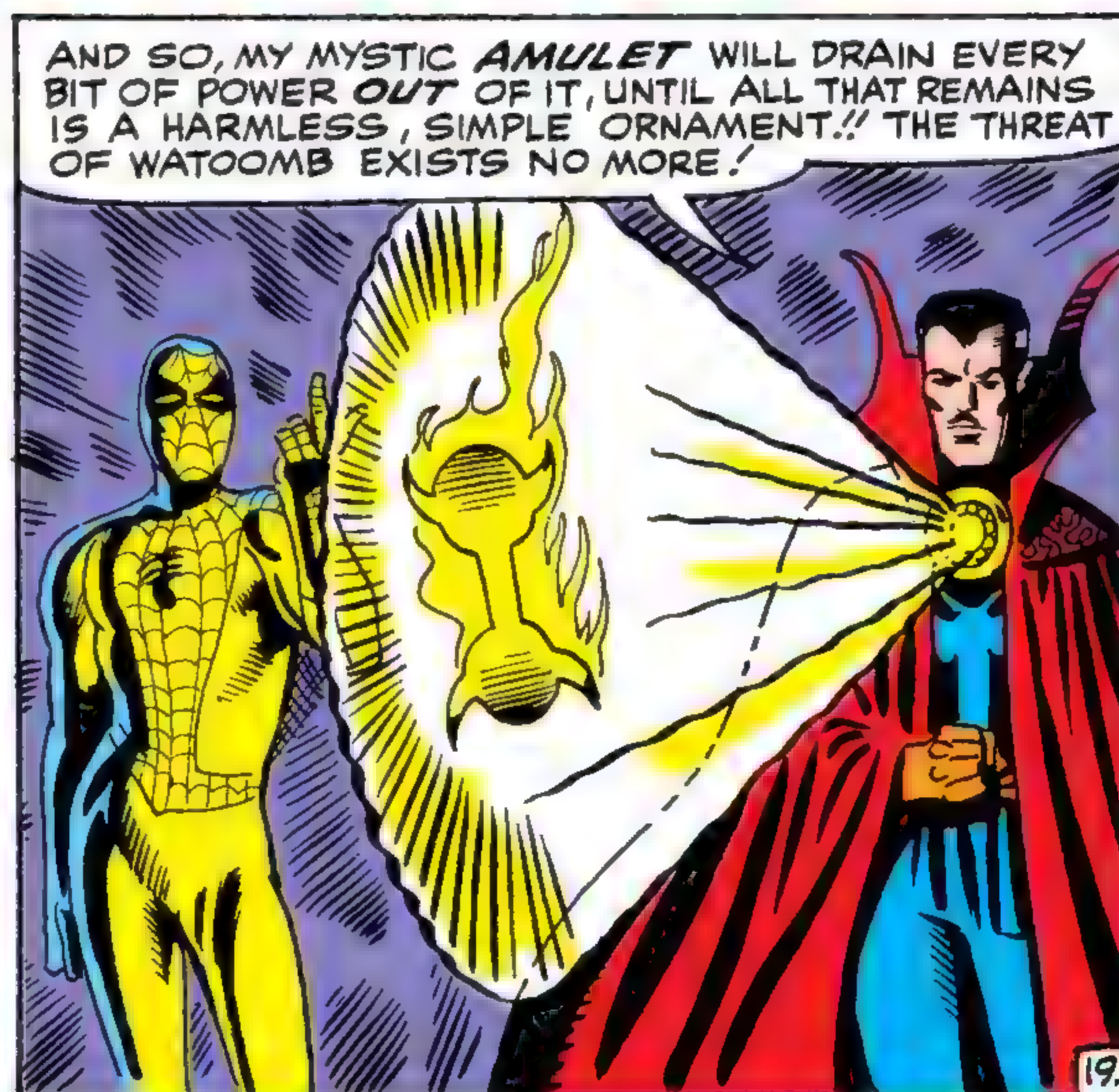
STAY WHERE YOU ARE, XANDU! THE
CHARADE IS ENDED! YOUR POWER
HAS VANISHED!

WHA... WHAT
WILL *BECOME*
OF ME!?

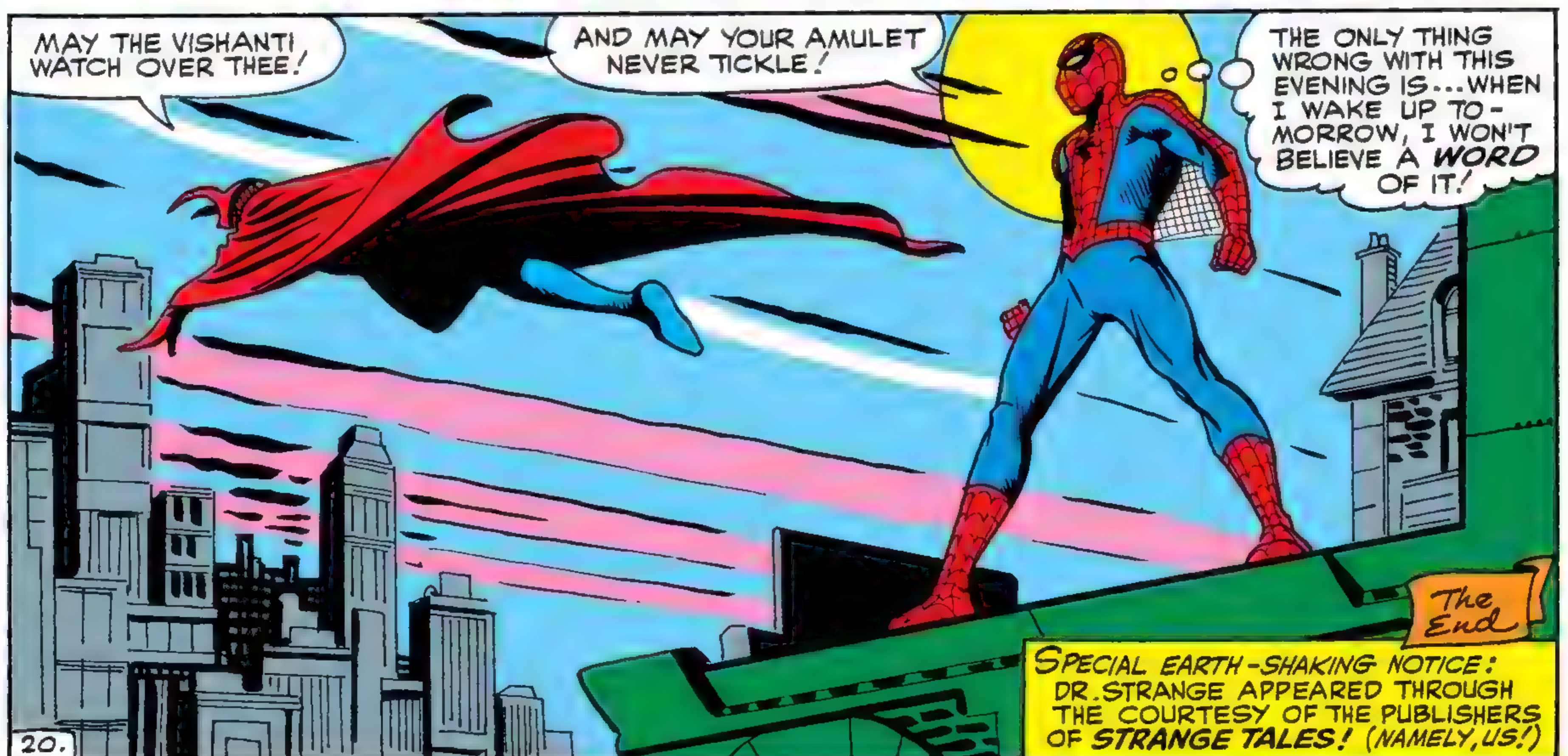
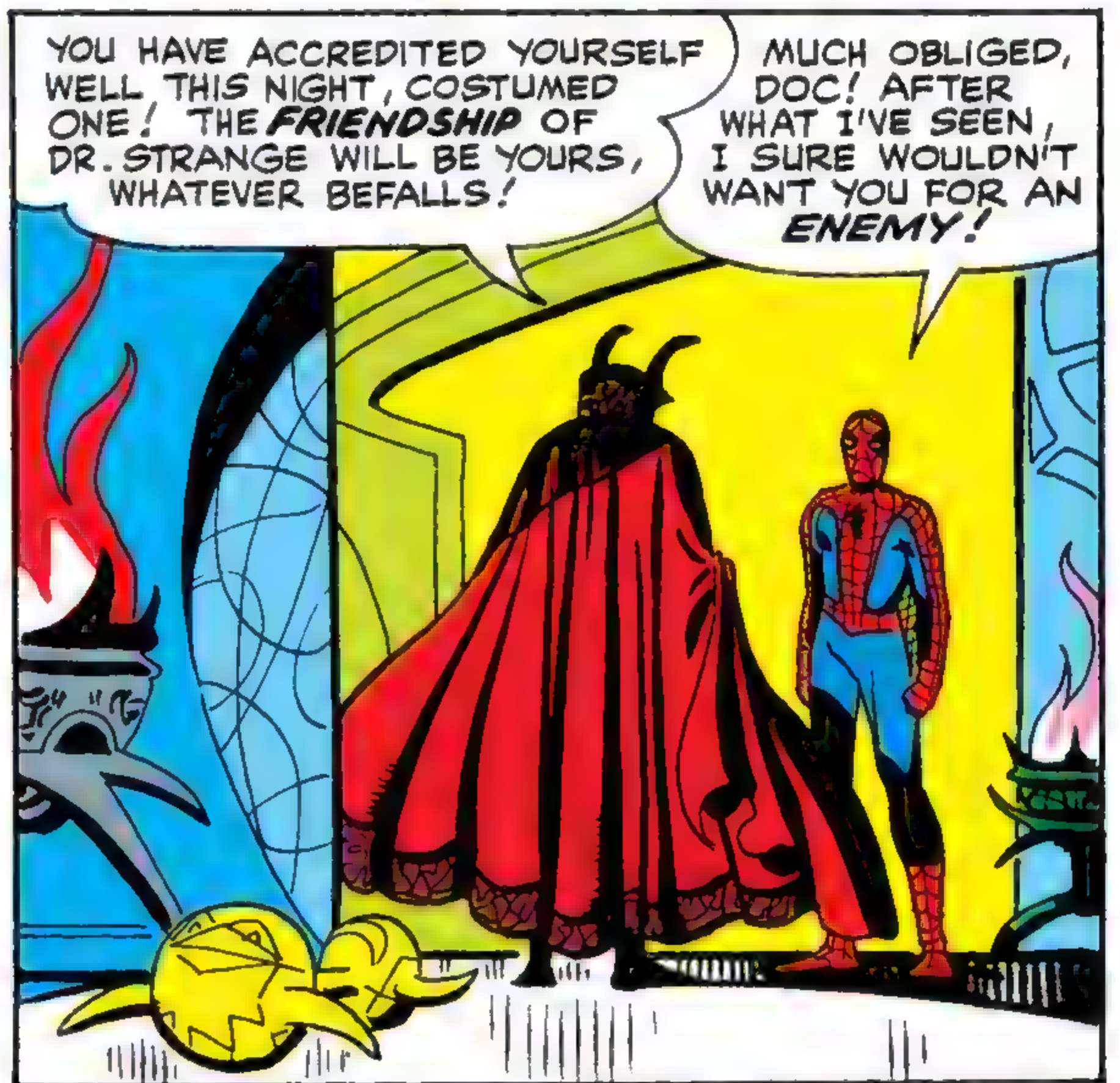
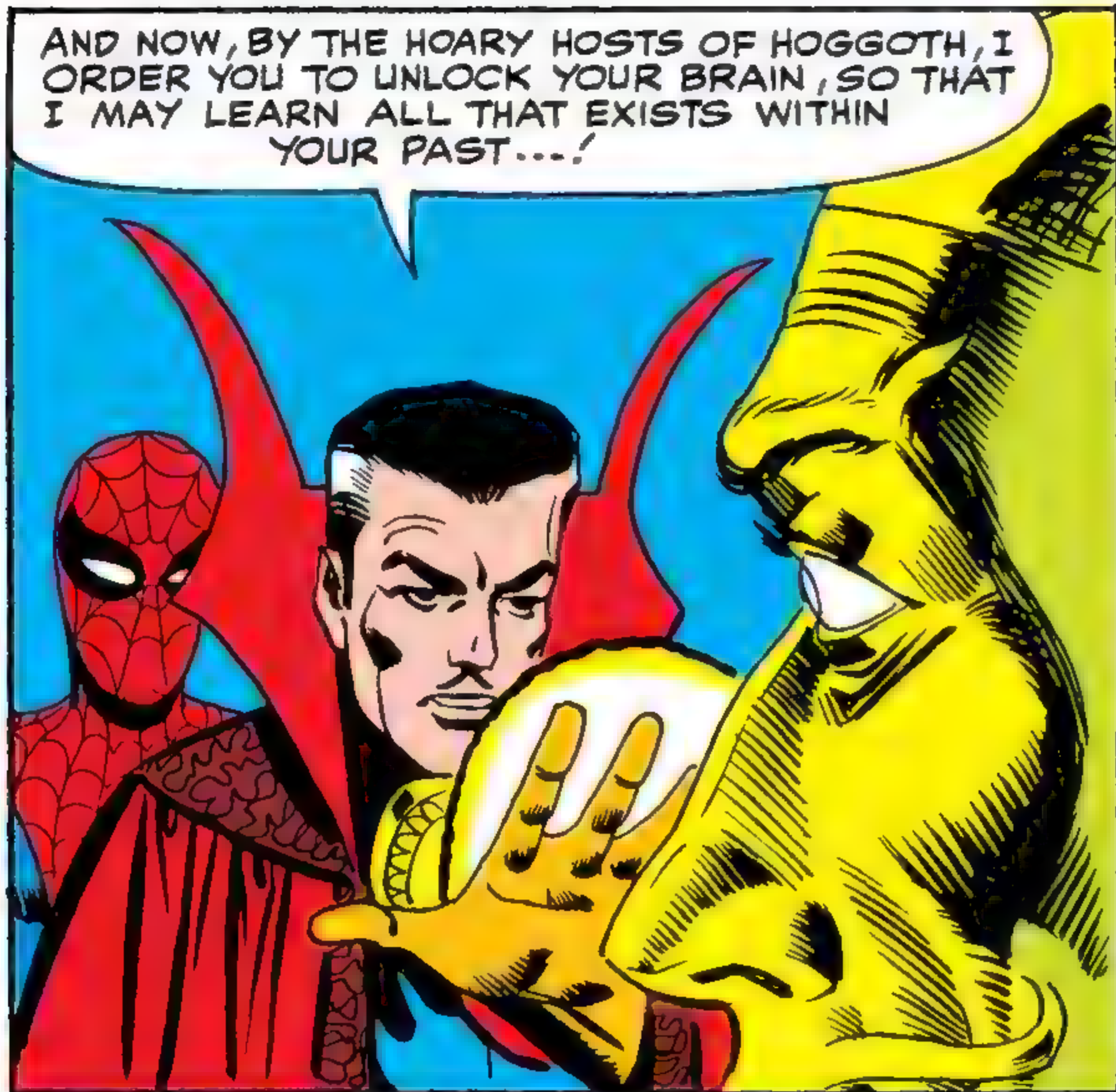


BEFORE YOU ANSWER
HIS QUEASY QUESTION,
WHAT DO WE DO ABOUT
THIS GADGET?

I REALIZE NOW THAT
THE WAND OF WATOOMB
IS TOO POTENT, TOO
MENACING TO EVER
FALL INTO OTHER HANDS!



AND SO, MY MYSTIC *AMULET* WILL DRAIN EVERY
BIT OF POWER *OUT* OF IT, UNTIL ALL THAT REMAINS
IS A HARMLESS, SIMPLE ORNAMENT!! THE THREAT
OF WATOOMB EXISTS NO MORE!



A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!

THE CIRCUS OF CRIME



AS
INTRODUCED
IN
SPIDER-MAN
#16 AND #22

A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!

The SCORPION

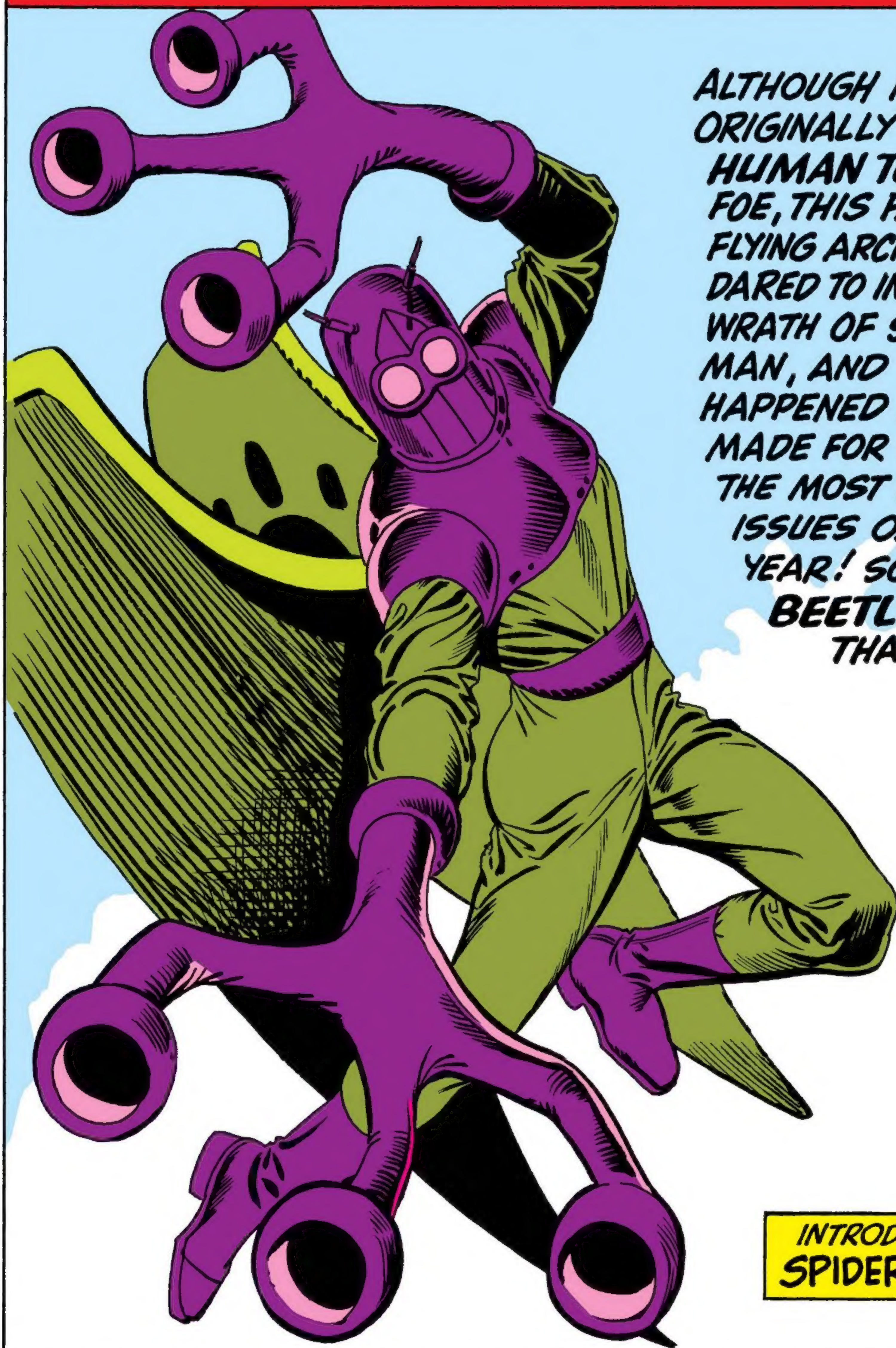


IT ISN'T OFTEN
THAT SPIDEY HAS
TO BATTLE A FOE
WHO'S STRONGER
THAN **HE** IS ...
BUT, IT HAPPENED
WHEN HE CHALLENGED
The SCORPION,
AND ADVENTURE-
DOM HAS NEVER
BEEN THE SAME!

INTRODUCED IN
SPIDER-MAN #20

A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!

THE BEETLE

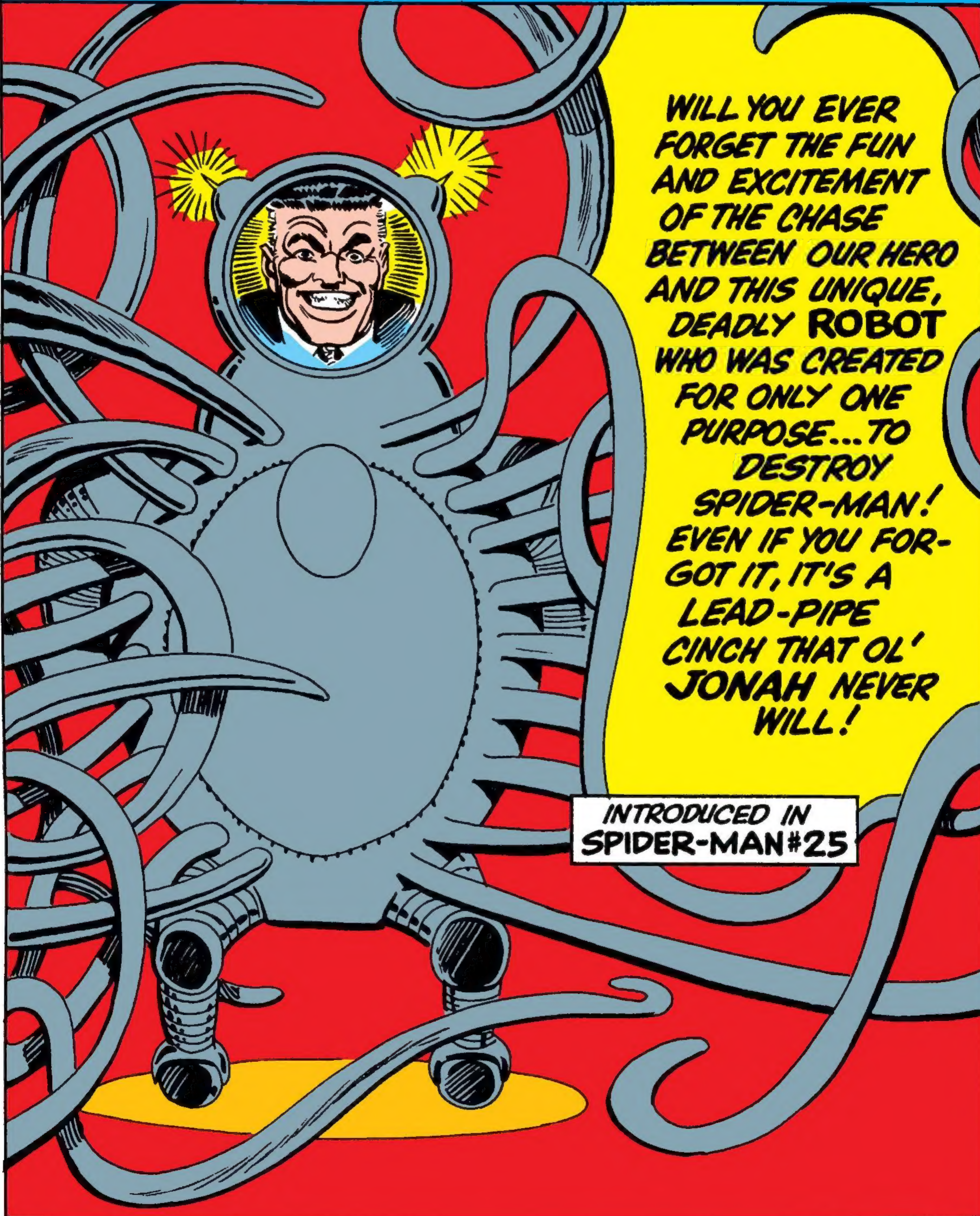


ALTHOUGH HE WAS
ORIGINALLY THE
HUMAN TORCH'S
FOE, THIS FANTASTIC
FLYING ARCH-VILLAIN
DARED TO INCUR THE
WRATH OF SPIDER-
MAN, AND WHAT
HAPPENED NEXT
MADE FOR ONE OF
THE MOST POPULAR
ISSUES OF THE
YEAR! SO TO YOU,
BEETLE, OUR
THANKS!

INTRODUCED IN
SPIDER-MAN #21

A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!

JONAH'S ROBOT

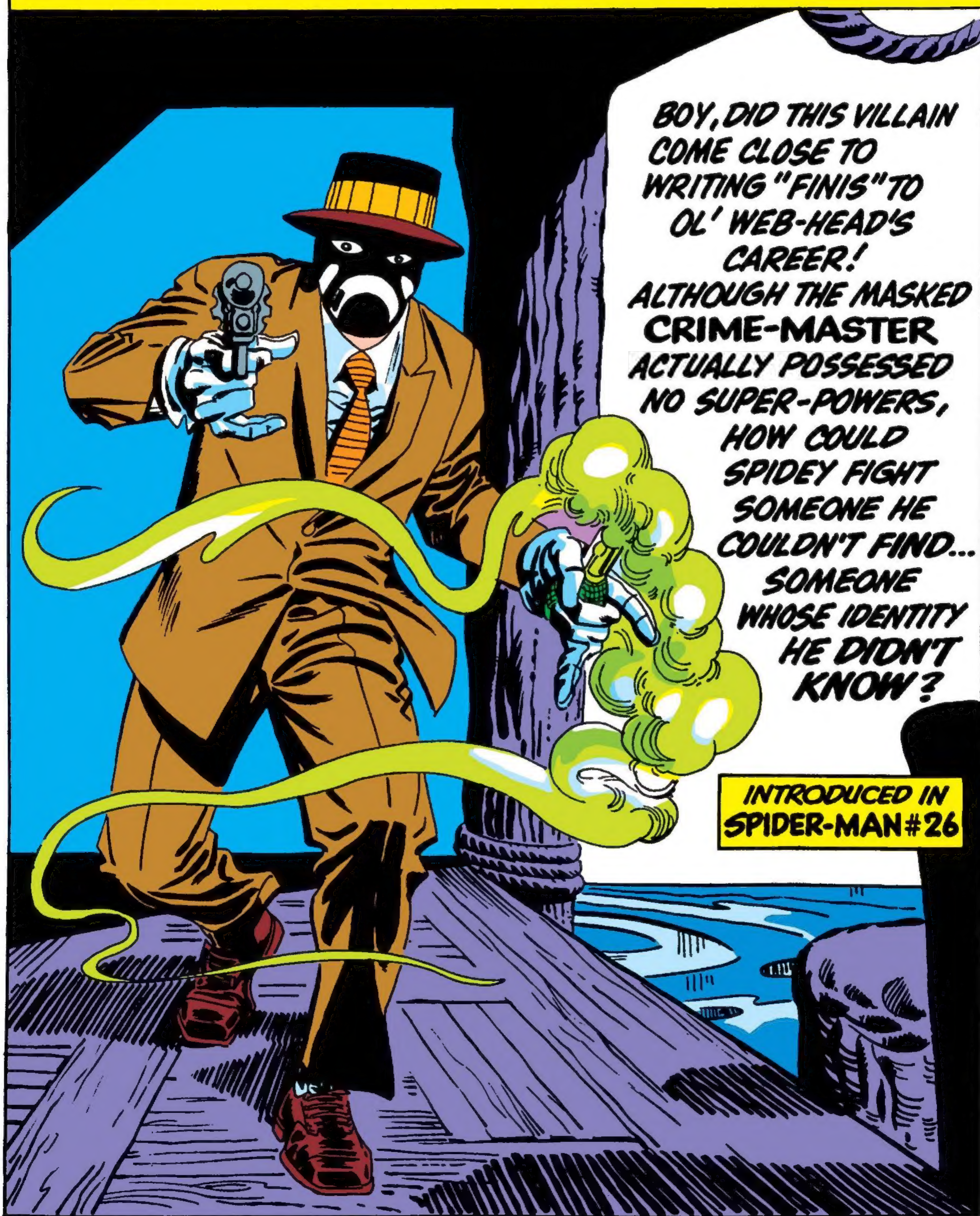


**WILL YOU EVER
FORGET THE FUN
AND EXCITEMENT
OF THE CHASE
BETWEEN OUR HERO
AND THIS UNIQUE,
DEADLY ROBOT
WHO WAS CREATED
FOR ONLY ONE
PURPOSE...TO
DESTROY
SPIDER-MAN!
EVEN IF YOU FOR-
GOT IT, IT'S A
LEAD-PIPE
CINCH THAT OL'
JONAH NEVER
WILL!**

**INTRODUCED IN
SPIDER-MAN#25**

A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!

The CRIME-MASTER



**BOY, DID THIS VILLAIN
COME CLOSE TO
WRITING "FINIS" TO
OL' WEB-HEAD'S
CAREER!**

**ALTHOUGH THE MASKED
CRIME-MASTER
ACTUALLY POSSESSED
NO SUPER-POWERS,
HOW COULD
SPIDEY FIGHT
SOMEONE HE
COULDN'T FIND...
SOMEONE
WHOSE IDENTITY
HE DIDN'T
KNOW?**

**INTRODUCED IN
SPIDER-MAN #26**